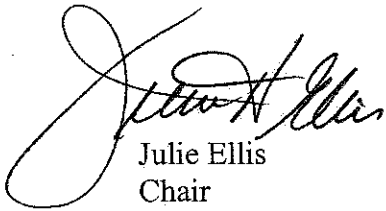



CHARTER
OF THE
MEMPHIS SHELBY COUNTY
METROPOLITAN GOVERNMENT

August 10, 2010


The following members of the Memphis and Shelby County Metropolitan Charter Commission have approved this Charter of the Memphis Shelby County Metropolitan Government, which forms a new government, on this 9th day of August, 2010. By our signatures, we request the Shelby County Election Commission place this Charter and the name of the new government on a ballot to be presented to the people of Memphis and Shelby County for referendum vote on November 2, 2010. We direct that a copy of this Charter be filed on August 10, 2010, with the Shelby County Election Commission, the Shelby County Clerk, the Clerk of the County Commission, the Clerk of the Memphis City Council, and the City Clerk of the Town of Arlington, City of Bartlett, Town of Collierville, City of Germantown, Town of Lakeland, City of Memphis, and City of Arlington.



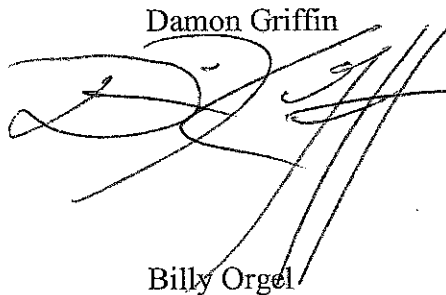
Julie Ellis
Chair



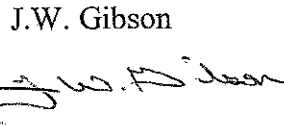
Andre Fowlkes
Vice Chair



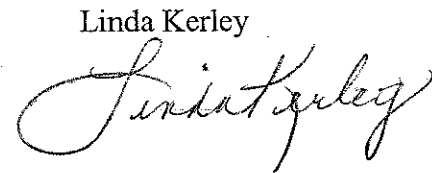
LouEtta Burkins
Secretary-Treasurer



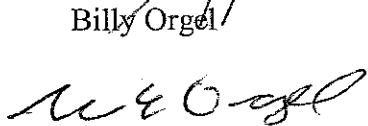
Damon Griffin



J.W. Gibson



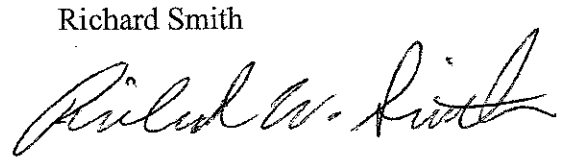
Linda Kerley



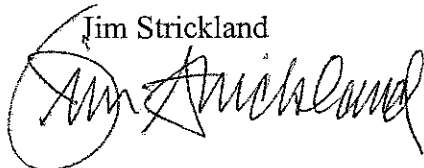
Billy Orgel



Chris Patterson



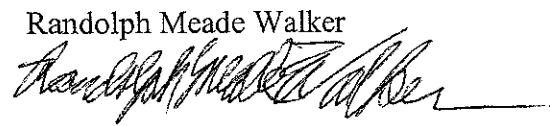
Richard Smith



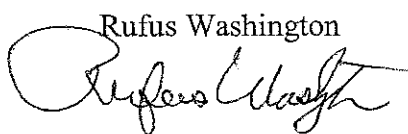
Jim Strickland



Carmen Sandoval



Randolph Meade Walker



Rufus Washington



Ralph White

**CHARTER
OF THE
MEMPHIS SHELBY COUNTY METROPOLITAN GOVERNMENT**

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PREAMBLE

We, the citizens of Memphis and Shelby County, Tennessee, with pride in our heritage and confidence in our future, choose to form a new metropolitan government that represents our values of integrity, accountability, and respect for every citizen, that is committed to efficiently delivering quality, citizen-centered services, and that champions our shared vision of a community that offers prosperity and opportunity for all.

ARTICLE 1. GENERAL PROVISIONS

Section 1.01. Title of charter; references to State of Tennessee.

A. This Charter shall be known and may be cited as the "Charter of the Memphis Shelby County Metropolitan Government," hereinafter referred to as "this Charter."

B. The State of Tennessee may sometimes be referred to in this Charter as "this State."

Section 1.02. Creation of metropolitan government; personnel and resources.

A. There is hereby created and established a new metropolitan government to be known as the "Memphis Shelby County Metropolitan Government," which assumes all the rights, obligations, duties, and privileges of the City of Memphis and the County of Shelby and is referred to in this Charter as the "metropolitan government." The governmental and corporate functions now vested in the City of Memphis, a municipal corporation, are hereby consolidated with the governmental and corporate functions of the County of Shelby, a public corporation, such consolidation being pursuant to the power granted by the constitution and general laws of this State.

B. The metropolitan government shall employ such personnel, and provide such resources, as deemed necessary for the efficient operation of the offices of the metropolitan government.

Section 1.03. Area of metropolitan government.

The area embraced in the metropolitan government shall be the total area of the County of Shelby on the effective date of this Charter. The total area of the metropolitan government includes, but does not affect the municipal rights, obligations, duties, and privileges of, the smaller cities of Arlington, Bartlett, Collierville, Germantown, Lakeland, and Millington, until such time that any such smaller city chooses to become a part of the urban services district in accordance with the procedures required by the general laws of this State.

Section 1.04. Public corporation; governmental and corporate authority.

A. The metropolitan government shall be a public corporation with perpetual succession, capable of suing and being sued and capable of purchasing, receiving and holding property, real and personal, and of selling, leasing, or disposing of such property, to the same extent as other governmental entities.

B. The governmental and corporate authority of the metropolitan government shall be vested in the legislative, executive, and judicial branches. No power belonging to one branch of the metropolitan government shall be exercised by either of the other branches, except as expressly provided for in this Charter.

Section 1.05. General powers.

A. The metropolitan government is vested with any and all powers possessed by the City of Memphis and the County of Shelby on the effective date of this Charter and any and all powers that cities and counties are, or may after the effective date of this Charter be, authorized or required to exercise under the constitution and general laws of this State, as fully and completely as though the powers were specifically enumerated in this Charter, except for such limitations and restrictions provided for in this Charter and the constitution or general laws of this State or the United States.

B. The limitations on the powers of the metropolitan government shall be strictly construed, and the grants of power to the metropolitan government shall be liberally construed. The failure to mention a particular power or to enumerate similar powers in this Charter shall not be construed to exclude or restrict such power.

Section 1.06. School consolidation prohibited.

The provisions of this Charter shall not apply to the Memphis City Schools, the Shelby County Schools, the Memphis Board of Education, the Shelby County Board of Education, or the superintendents of such schools for any purpose and shall not be construed as consolidating the Memphis City and Shelby County Schools. The Memphis and Shelby County School Boards may, however, request consolidation in accordance with section 11.01(C) of this Charter.

Section 1.07. Oath of office.

A. Before entering upon their duties, every official whose election is prescribed by this Charter shall, in addition to any oath required by the general laws of this State, take and subscribe to the following oath before a person authorized to administer oaths:

I do solemnly swear (or affirm) that I will support, obey, and defend the Constitution of the United States, the Constitution of the State of Tennessee, and the Charter of the Memphis Shelby County Metropolitan Government, and that I will faithfully discharge the duties of my office to the best of my ability.

B. All elected officials holding office on the effective date of this Charter whose term is continued by this Charter, and each official elected thereafter, shall subscribe to this oath. Any official refusing to take this oath shall forfeit his office immediately.

Section 1.08. Nonpartisan elections.

All elected officials of the metropolitan government shall be elected in nonpartisan elections, except if contrary to the general laws of this State.

Section 1.09. Instant runoff voting.

When the election commission certifies that voting machines are capable of allowing voters to rank candidates and implementation is feasible, the county election commission shall implement instant runoff voting, as defined in the charter of the City of Memphis on the effective date of this Charter, for officials of the metropolitan government. This section shall not be interpreted to require the purchase of new voting machines.

Section 1.10. Resignation of elected officials.

To resign from office, an elected official of the metropolitan government shall submit his letter of resignation to the chairman of the metropolitan council, specifying the effective date of his resignation. The letter of resignation shall be irrevocable upon receipt by the chairman.

Section 1.11. Removal and recall.

A. All elected officials of the metropolitan government may be removed in accordance with the general laws of this State. In addition to the grounds for removal provided by the constitution and general laws of this State, such officials may also be removed for knowingly or willfully violating this Charter or any ordinance adopted in accordance with this Charter, as determined by a court of competent jurisdiction. A vacancy shall be declared at the first meeting of the metropolitan council following the date of the court's judgment of ouster.

B. All elected officials of the metropolitan government may be recalled in accordance with the general laws of this State. Any petition to recall such officials shall be signed by at least fifteen percent of the registered voters eligible to vote for the office that is the subject of the recall. A vacancy in the office of an official that has been recalled shall be declared vacant at the first meeting of the metropolitan council following certification of the election results. Any official who is recalled from office is not eligible to be elected or appointed to fill the vacancy created by such recall.

Section 1.12. Appointees holding over; vacancies.

Following the expiration of an appointee's term, he may continue to serve in an acting position until a successor is appointed, unless stated otherwise in this Charter or if contrary to the general laws of this State. Vacancies in such appointed positions shall be filled in the same manner as the original appointment within 120 days after a vacancy occurs or following the expiration of an appointee's term. This section shall not be interpreted to apply to the elected officials of the metropolitan government.

Section 1.13. Construction of words in charter.

In this Charter, the word "shall" shall be construed as mandatory, the word "may" shall be construed as permissive, all masculine pronouns used in this Charter shall also mean the feminine of said pronouns, the singular shall also include the plural, and the term "person" shall mean both male and female, partnerships, firms, associations, and corporations.

Section 1.14. Severability.

If any provision of this Charter shall be held unconstitutional, invalid or inapplicable to any person or circumstances, all other provisions of this Charter and their application to all other persons and circumstances shall be severable and shall not be affected by such decision.

ARTICLE 2. ETHICS

Section 2.01. Statement of intent.

To ensure that the citizens of the area of the metropolitan government have confidence that individuals in positions of public trust are acting for the benefit of the public, all officials and employees of the government shall adhere to the highest standards of ethical conduct by complying with the letter and the spirit of this article, the ethics ordinance, and the general laws of this State.

Section 2.02. Code of ethics.

The code of ethics is hereby established, and all elected and appointed officials, employees, and members of agencies of the metropolitan government, whether compensated or uncompensated, shall conduct themselves in a manner that promotes confidence in the metropolitan government. The code of ethics standards shall include, but not limited to, the requirement that each individual:

1. Shall observe the letter and spirit of this Charter and all applicable laws, policies and procedures, and rules and regulations of the metropolitan government;
2. Shall be honest, fair, respectful, and courteous in all dealings with the public, and shall avoid any appearance of impropriety;
3. Shall disclose all personal relationships, of any nature and in any instance, that may either create a conflict between his personal interests and public responsibilities or appear to create a conflict of interest;
4. Shall not use his office or authority to provide himself, a family member, a client, or a business partner any personal benefit such as, but not limited to, employment, exemptions from laws, or particular favors of any sort;
5. Shall not solicit or accept a gift, gratuity, or favor of any kind that: has been offered by someone or some entity whose particular interests are, or might be, in any way involved in the decisions and policies of the metropolitan government; has been offered, or could be understood as having been offered, to influence in any way the performance of a public responsibility; or, regardless of intent, could influence the performance of a public responsibility;
6. Shall not be invested, directly or indirectly, in any financial business, or any commercial or private transaction, or be interested in any contract or obligation with the metropolitan government, that creates a conflict of interest with his official duties;
7. Shall not use public resources, including, but not limited to, vehicles, equipment, office supplies, and facilities, as gifts or for any other personal or campaign purposes;

8. Shall not solicit money or assistance from any official or employee of the metropolitan government for political campaigns for any metropolitan government office while on metropolitan government property or during the work hours of such individual, official, or employee of the metropolitan government;

9. Shall not appoint or hire, or request the appointment or hiring of, an immediate family member for any position in the metropolitan government, including, but not limited to, full-time, part-time, temporary, or contract employment, and shall neither supervise nor be in direct line of supervision over an immediate family member; and

10. Shall cooperate fully with the ethics commission and shall not use the provisions of the code of ethics to make frivolous or malicious charges against any person.

Section 2.03. Ethics ordinance required.

A. Within 120 days of the effective date of this Charter, the metropolitan council shall adopt an ethics ordinance that: includes the standards set forth in this article; provides for enforcement of its provisions; and binds all elected and appointed officials, employees, and members of agencies of the metropolitan government, whether compensated or uncompensated.

B. The ethics ordinance shall establish procedures for the ethics commission and shall include, but not be limited to, procedures for ethics training, issuance of advisory opinion digest, and public notice. The ethics ordinance shall also provide for the appointment, term, removal, compensation, and qualifications of the ethics officer.

Section 2.04. Ethics commission; ethics officer.

A. The ethics commission is hereby established as an agency of the metropolitan government. The commission shall have seven members, who shall serve without compensation, and an ethics officer, who shall be an ex-officio, non-voting member. The metropolitan mayor shall appoint the members, subject to confirmation by the metropolitan council, at least one member being a former judge and at least one member having expertise in ethics acquired through education or experience. No current official or employee of the metropolitan government may be a member of the ethics commission. Members may serve two four-year terms and may be removed in the same manner as the original appointment, but only with cause. The ethics officer may serve as acting ethics officer, and vacancies shall be filled, in accordance with section 1.12 of this Charter.

B. The ethics commission shall: receive, investigate, and hear complaints concerning ethics violations; issue findings where appropriate; refer recommendations concerning suspensions, terminations, and removals to the appropriate elected official; and refer matters requiring legal action to the appropriate legal authority. The commission may issue advisory opinions, guidelines based on such advisory opinions, and waivers that serve the best interests of the metropolitan government.

C. The position of ethics officer is hereby created. It shall be the duty of the ethics officer to provide legal advice to the ethics commission on matters contained in this article and the ethics ordinance.

D. Annually, the ethics commission shall make recommendations to the metropolitan mayor and the metropolitan council for additions and modifications to the ethics ordinance, and shall issue a digest of advisory opinions in accordance with the ethics ordinance.

Section 2.05. Training and acknowledgement.

Each individual to which this article applies shall receive ethics training as defined in the ethics ordinance and shall acknowledge in writing that he has read, understood, and agreed to be bound by this article and the ethics ordinance and that any violation of same may constitute grounds for disciplinary action, up to and including removal from office or termination from employment.

ARTICLE 3. LEGISLATIVE BRANCH

Section 3.01. Legislative authority and functions.

A. The legislative authority and functions of the metropolitan government shall be vested in the metropolitan council, which may sometimes be referred to in this Charter as "the council." The metropolitan council is vested with all powers of the metropolitan government not specifically, or by necessary implication, vested in some other official by this Charter or by the constitution or general laws of this State. The council shall have all the authority and functions possessed by the Memphis City Council and the Shelby County Board of Commissioners prior to the effective date of this Charter, with such exceptions and additional authority specified in the constitution and general laws of this State.

B. Neither the metropolitan council nor any member of the metropolitan council shall exercise executive, administrative, or judicial powers, or perform any functions of the metropolitan government assigned to another elected official, administrative office, executive department, or agency of the metropolitan government.

C. The metropolitan council and its members shall not: give orders directly to, or otherwise interfere with, the operation of the executive branch and its employees; direct or request the appointment or removal of such employees; suggest or promote particular purchases from, or contracts with, specific organizations; or apply for special services not available to all citizens.

D. The metropolitan council shall establish purchasing procedures by ordinance for all purchases, sales of property, and contracts for services through competitive bids or otherwise.

E. The metropolitan council shall approve the sale of real property or any interest in real property owned by the metropolitan government, including easements and leases. The metropolitan council shall have the power to grant franchises in accordance with the authority and limitations provided for by the general laws of this State.

F. The metropolitan council shall have the power to borrow money and to issue bonds and notes and other evidences of indebtedness of the metropolitan government in accordance with article seven of this Charter.

G. The metropolitan council shall designate a certified public accountant or a firm of certified public accountants to perform an annual independent audit of the accounts and other evidences of financial transactions of each office of the metropolitan government and such special audits as the council deems necessary. The accountant or firm so designated shall be qualified by training and experience and shall have sufficient staff to perform the audit, but shall not have any personal financial interest, direct or indirect, in the fiscal affairs of the metropolitan government or any of its offices.

H. The metropolitan council shall set the tax rate annually for the general services district in accordance with article seven of this Charter. The tax rate for the urban services district shall be set pursuant to section 3.09 of this article.

Section 3.02. Metropolitan council districts.

The metropolitan council shall consist of 25 members. Thirteen members of the council shall be elected, one each, from single-member districts, and twelve members shall be elected, three each, from multi-member districts as established by appendix A to this Charter, as amended in accordance with the general laws of this State.

Section 3.03. Election and term; qualifications; compensation; pension.

A. Members of the first metropolitan council shall be elected in accordance with section 12.06 of this Charter. Thereafter, members of the council shall be elected in accordance with section 1.08 of this Charter, shall serve a term of four years, and shall serve until a successor is elected and qualified. No individual shall be eligible to be elected to, or to hold, the office of a member of the metropolitan council for more than two consecutive terms.

B. As of the deadline for filing a petition for office, a candidate for the office of the metropolitan council shall have attained the minimum age for voter eligibility, shall be registered to vote in the area of the metropolitan government, shall be current on all local tax obligations, and shall have continuously been a resident of the district for which he is elected for a period of one year. Each member of the council shall continue to reside in his district during his term of service.

C. Members of the metropolitan council shall not be eligible to hold another elective or appointive office in the metropolitan government or be employed by said government in any other capacity. No member of the council shall be eligible to hold any other local, county, state, or federal compensated elective office. If a member of the council assumes another compensated elected office, the member shall submit a letter of resignation, and the vacancy shall be filled in accordance with section 3.04 of this article. Any individual holding another compensated elected office shall resign that office prior to beginning his term of office.

D. The members of the first metropolitan council shall be compensated in accordance with section 12.06 of this Charter. Thereafter, the compensation of members, whether salary, expense, or otherwise, shall be adjusted in accordance with section 11.02(C) of this Charter. The compensation of the presiding officer of the council, if any, shall be determined annually by resolution and shall be set prior to the election of the presiding officer.

E. As part-time elected officials of the metropolitan government, members of the metropolitan council shall not receive credit towards any pension by reason of their service as members of the council. Nothing in this section shall be deemed to impair or diminish the obligation of the metropolitan government to pay pensions to those individuals who upon the effective date of this Charter are entitled to receive pensions by reason of their years of service as councilmen of the City of Memphis or as commissioners of the County of Shelby.

Section 3.04. Vacancy.

A. A vacancy in the office of a member of the metropolitan council, by death, disability, resignation, removal, or otherwise, shall be filled by an acting and/or interim councilor in accordance with this section.

1. If less than two years remain on the unexpired term, an individual shall be appointed to serve as acting councilor in accordance with the council's rules of order and shall not be eligible to run for that office in the succeeding election.

2. If, however, the unexpired term is more than two years, an individual shall be elected at the next election to be held in the area of the metropolitan government after the vacancy occurs to serve as interim councilor. The unexpired term shall not apply to the term limitation established by section 3.03(A) of this article. An acting councilor may be appointed to serve until such time as an interim councilor is elected in accordance with this section.

B. Any individual, whether serving as acting councilor or interim councilor, shall meet the qualifications established by section 3.03(B) and (C) of this article.

Section 3.05. Officers; quorum.

A. At its first meeting on or after September 1, 2014, and annually thereafter, the metropolitan council shall elect from its membership a chairman, who shall serve as the presiding officer of the council for a period of one year, and a vice-chairman.

B. Two-thirds of the membership of the metropolitan council shall constitute a quorum for the transaction of business.

Section 3.06. Rules of order; filling vacancies; nominating members.

A. The metropolitan council shall adopt its own rules of order, which shall include a procedure for filling vacancies in offices of elected officials of the metropolitan government.

B. In any election to fill a vacancy, if a member of the metropolitan council accepts the nomination as a candidate for elected office, such member shall not participate in the vote to fill that vacancy. If the member is elected, his office on the council shall be declared vacant at the next meeting of the council and filled in accordance with section 3.04 of this article.

Section 3.07. Regular meetings and adjourned meetings.

The metropolitan council shall hold regular meetings on the first and third Tuesday of each month and may hold an adjourned meeting of a regular meeting on any business day or hour by majority vote of the membership of the council. At such adjourned meeting, the council may transact any business that it may transact at a regular meeting.

Section 3.08. Legislative authority exercised by resolutions, ordinances, and emergency ordinances.

A. The metropolitan council shall exercise its legislative authority by resolution, ordinance, or emergency ordinance adopted in accordance with this Charter.

1. The word "resolution" shall mean any legislation that addresses matters of a temporary or special nature, generally involving administrative matters.

2. The word "ordinance" shall mean any legislation that addresses matters of a permanent and general nature, generally involving matters that govern the metropolitan government or the conduct of the citizens. The word "emergency ordinance" shall mean an ordinance that addresses matters relating to an "emergency" or "disaster," as defined in section 58-2-101 of the Tennessee Code.

B. No resolution or ordinance shall become effective that expresses more than one subject in the title. The caption of a resolution or ordinance that repeals, revises, or amends a previously adopted resolution or ordinance shall recite the caption or substance of the resolution or ordinance being repealed, revised, or amended.

C. Resolutions shall be adopted upon receiving a majority vote of the membership of the metropolitan council, except as otherwise required by this Charter or by the general laws of this State for the issuance of bonds and other evidences of indebtedness of the metropolitan government, and shall become effective when signed by the metropolitan mayor, except as provided in section 4.104 of this Charter, or unless the resolution provides for a later or conditional effective date. Resolutions shall be amended by a resolution.

D. Ordinances shall be adopted upon receiving a majority vote of the membership of the metropolitan council, but shall be read at three different meetings of the council before adoption, provided that at least one week shall elapse between first and third readings. The caption of an ordinance may be read on the first and second readings, but the ordinance shall be read in its entirety on third reading, except a summary of the ordinance may be read if the ordinance is longer than two type-written pages. Notwithstanding section 4.104(B) of this Charter, all ordinances shall become effective 15 days after adoption on third reading, except as provided in this section for emergency ordinances and as provided in section 11.01(B) of this Charter for amendments to this Charter, or unless the ordinance provides for a later or conditional effective date. Ordinances shall be amended by an ordinance.

1. A two-thirds vote of the membership of the council shall be required to adopt ordinances that would:

a. Propose amendments to this Charter in accordance with section 11.01(B) of this Charter.

b. Change the purchasing procedures of the metropolitan government.

- c. Impose a civil penalty for a violation of the ordinance.
- d. Increase the compensation, whether salary, expenses, or otherwise, of the metropolitan mayor or any other official, except members of the metropolitan council, whose compensation is set by ordinance.
- e. Change the district lines of the members of the metropolitan council.
- f. Reassign functions and services from one services district to another pursuant to section 7.203(D) of this Charter.

2. Ordinances shall be published in accordance with the general laws of this State.

3. Ordinances shall be enforced by the official of the metropolitan government with law enforcement duties, unless provided for otherwise by the ordinance. Individuals charged with violating an ordinance, in whole or in part, shall be tried in the metropolitan general sessions court, and the civil penalty shall be assessed in accordance with the general laws of this State. Any civil penalties and court costs collected for such violation shall be paid into the general fund of the metropolitan government, unless provided for otherwise by the ordinance or the general laws of this State.

E. All emergency ordinances shall be adopted upon receiving the unanimous vote of the membership of the metropolitan council who are present and voting, provided that at least two-thirds of the membership of the council shall be present and voting. An emergency ordinance shall be so designated in its caption, shall contain the statement that an emergency exists, and shall specify with distinctness the facts and reasons constituting such an emergency. All emergency ordinances shall become effective upon final adoption. No ordinance making a grant, removal, or extension of a franchise or other special privilege, or regulating the rate to be charged by any public utility for its services, shall be passed as an emergency ordinance.

F. The metropolitan clerk shall deliver to the metropolitan mayor an attested copy of all resolutions and ordinances within four days after final adoption. The clerk shall maintain a current record of all resolutions and ordinances and shall number and preserve all ordinances.

Section 3.09. Urban council election and term; function; vacancies; meetings and minutes.

A. The metropolitan council shall elect three of its members who reside within the urban services district to serve on the urban council. The term of the members of the urban council shall be the same as the term such members serve on the metropolitan council. The sole function of the urban council shall be to meet and levy an urban services district property tax in accordance with section 7.204(C) of this Charter.

B. If a vacancy occurs in the membership of the urban council, the metropolitan council shall elect one of its members in the same manner as the original election.

C. The metropolitan clerk shall take and transcribe the minutes for the urban council.

ARTICLE 4. EXECUTIVE BRANCH

Chapter 1. Chief Executive Officer

Section 4.101. Executive authority and functions.

The executive and administrative authority and functions of the metropolitan government shall be vested in the mayor of the metropolitan government who shall be the chief executive officer. The mayor shall ensure that this Charter and all laws of the metropolitan government are observed, shall be responsible for carrying out the policies of the metropolitan council, and shall see that the executive and administrative work of the metropolitan government is performed honestly, responsively, and efficiently.

Section 4.102. Election and term; qualifications; compensation; benefits.

A. The first metropolitan mayor shall be elected in accordance with section 12.05 of this Charter. Thereafter, the mayor shall be elected in accordance with section 1.08 of this Charter, shall serve a term of four years, and shall serve until his successor is elected and qualified. No individual shall be eligible to be elected to, or to hold, the office of mayor for more than two consecutive terms.

B. As of the deadline for filing a petition for office, a candidate for the office of metropolitan mayor shall have attained the age of 21 years, shall be registered to vote in the area of the metropolitan government, shall be current on all local tax obligations, and shall have been a resident of the area of the metropolitan government continuously for at least one year. The mayor shall continue to reside in the area of metropolitan government during his term of office, shall devote his full time to the performance of the duties of his office, and shall hold no other public office or public or private employment. If the mayor assumes another compensated elected office or public or private employment, he shall submit a letter of resignation and the vacancy shall be filled in accordance with section 4.106 of this article.

C. The first mayor of the metropolitan government shall be compensated in accordance with section 12.05 of this Charter. Thereafter, the compensation shall be set by ordinance in accordance with this section and section 3.08(D)(1)(d) of this Charter. The compensation of the mayor, whether salary, expense, or otherwise, shall not be changed during the mayor's term of office or after the first day of January of the year in which the mayor is to be elected. No individual who assumes the position of mayor shall receive a benefit of any increase in the salary of the mayor for which he voted while serving on the metropolitan council.

D. Any specific pension or retirement benefit earned by an individual serving as mayor as a result of prior service to the metropolitan government, the City of Memphis, or the County of Shelby shall be suspended during any term such individual serves as mayor; and any pension or retirement benefit that an individual shall be entitled to receive from the metropolitan government, the City of Memphis, or the County of Shelby by reason of prior service as mayor shall be suspended during any subsequent employment for compensation by the metropolitan government.

Section 4.103. Powers and duties.

A. Except as otherwise provided in this Charter, the metropolitan mayor shall oversee all administrative offices, executive departments, and agencies of the metropolitan government; shall appoint all administrative office directors, executive department directors, and members of agencies in accordance with sections 4.105, 4.204, and 4.302 of this article; and shall be authorized to attend any and all meetings, and inspect regularly the books, records, and official papers, of any administrative office, executive department, or agency. The mayor shall also be authorized to inspect regularly the books, records, and official papers of the metropolitan courts.

B. Annually, the metropolitan mayor shall submit a balanced budget for the metropolitan government, a five-year strategic plan, and a state of the government address to the metropolitan council and the citizens of the area of the metropolitan government. The budget and strategic plan shall be prepared and submitted in accordance with article seven of this Charter. The mayor shall also submit an annual fiscal year report.

C. Subject to budgetary limitations, the metropolitan mayor shall have the authority to execute contracts for the metropolitan government, except for contracts that are in the nature of franchises. The mayor shall obtain approval of the metropolitan council, however, prior to executing any contract that exceeds one-twentieth of one percent of the annual operating budget.

D. The metropolitan mayor may contract with the smaller cities in the county and agencies in the area of the metropolitan government for the consolidation of functions and services, upon concurrence of the metropolitan council by ordinance. Such consolidated functions may be performed, and services may be provided, by the metropolitan government or by any such smaller city or agency, or by some office to be administered jointly by the contracting units. The mayor may also contract with neighboring states and counties to perform functions and provide services jointly.

E. The metropolitan mayor shall be responsible for enforcing and complying with all federal and state guidelines and criteria concerning discrimination in federally assisted programs and activities and promoting the participation of minority, women-owned, and small businesses in contracting and procurement with the metropolitan government. The mayor shall also collect and compile statistical data on the participation of such businesses, shall conduct an annual economic study on any disparities and barriers to such participation, and shall include such information in his annual report.

F. In the event of an emergency, as defined by section 3.08(A)(1) of this Charter, in the area of the metropolitan government, the metropolitan mayor shall have the power to utilize all offices of the metropolitan government and to employ all individuals deemed necessary by the mayor for purposes of protecting the citizens and the government.

G. The metropolitan mayor shall establish a program of intergovernmental relations and shall schedule regular meetings with all mayors in the area of the metropolitan government for

purposes of working collaboratively on issues of mutual interest and building relationships of trust and respect.

Section 4.104. Approval of legislative action; veto power.

A. Each resolution and ordinance approved by the metropolitan council shall be presented to the metropolitan mayor for approval or disapproval in accordance with section 3.08(F) of this Charter. If the mayor approves of the legislative action, he shall sign the resolution or ordinance, and it shall go into effect in accordance with section 3.08(C) and (D) of this Charter.

B. If the metropolitan mayor disapproves of the legislative action, the resolution or ordinance shall be returned to the metropolitan council, indicating in writing the reason for disapproval. By two-thirds vote of the membership, the council may override the mayor's veto at its first meeting following notice of the mayor's veto, and the resolution or ordinance shall go into effect immediately without the mayor's signature or at a later date provided for in the resolution or ordinance, except that ordinances shall not become effective prior to the 15-day time period established by section 3.08(D) of this Charter for ordinances generally.

C. If the metropolitan mayor fails to either sign or return a resolution or ordinance within ten days from when it was delivered to the mayor's office, resolutions shall go into effect without the mayor's signature and ordinances shall go into effect in accordance with section 3.08(D) of this Charter, or at a later date if provided for in the resolution or ordinance.

D. The metropolitan mayor may also return, within the ten-day time period established by subdivision (C) of this section, any resolution or ordinance that appropriates money for use by the metropolitan government, indicating in writing the reason for reducing or eliminating specific amounts appropriated by any item or parts of an item. Each of the specific reductions and rescissions shall go into effect with the entire resolution or ordinance, unless it is overridden by the metropolitan council in the same manner prescribed by subdivision (B) of this section for vetoes generally.

E. The metropolitan mayor shall have no authority to veto emergency ordinances or any resolution or ordinance relating to debt service, independent audits by the metropolitan council or inspector general, or employees of the metropolitan council.

Section 4.105. Executive officers; compensation and qualifications.

A. The metropolitan mayor shall appoint as executive officers, a chief administrative officer, a public relations officer, department directors, and such additional deputy officers as required for the efficient operation and management of the metropolitan government. The chief administrative officer, the public relations officer, and the executive department directors shall be appointed by the metropolitan mayor, subject to confirmation of the metropolitan council, and shall serve the same term as the appointing mayor, but may be removed without cause by the mayor. The executive officers may serve as acting officers, and vacancies shall be filled, in

accordance with section 1.12 of this Charter. The executive officers shall be excluded from civil service provisions.

B. Notwithstanding any other provision of this section, the metropolitan mayor may enter into an employment contract, subject to approval by the metropolitan council, with an individual for purposes of serving as the director of any executive department of the metropolitan government. The executive officers shall be compensated in accordance with the resolution confirming their appointment and shall have the professional and educational qualifications and certifications specified in the personnel policies of the metropolitan government, such as a bachelors degree from an accredited institution and/or equivalent experience in a field related to the functions of the department to which the director is appointed, all required licenses, and significant experience in managing organizations of like size and complexity.

Section 4.106. Vacancy.

A. A vacancy in the office of the metropolitan mayor, by death, disability, resignation, removal, or otherwise, shall be filled for the remainder of the unexpired term through a special election to be called by the metropolitan council and to be held in accordance with the general laws of this State. If the next election to be held in the general services district of the metropolitan government is scheduled within 30 days after the time period for the special election has been calculated, then the election to fill the vacancy shall be held at the same time as that election.

B. The qualifications established by section 4.102 of this article shall apply to the election of the interim mayor, but the unexpired term shall not apply to the term limitation.

C. When a vacancy exists in the office of the metropolitan mayor, however, the chairman of the metropolitan council shall serve as acting mayor until an interim mayor is elected in accordance with this section. If, for any reason, the chairman cannot serve as acting mayor, the vice-chairman of the council shall serve as acting mayor. While serving as acting mayor, the chairman or vice-chairman shall not exercise the powers of his office as an officer or as a member of the council. If, for any reason, neither the chairman nor the vice-chairman can serve as acting mayor, the council shall appoint an acting mayor in accordance with section 3.06(A) of this Charter. An acting mayor shall not have the authority to remove the executive officers, the directors of the administrative offices, the attorneys of the office of general counsel, or members of the agencies of the metropolitan government. The qualifications established by section 4.102 of this article shall apply to the appointment of an acting mayor, and the acting mayor shall not be eligible to run for the office of mayor in the succeeding mayoral election.

Chapter 2. Departments of Executive Branch

Section 4.201. Executive departments generally.

A. Upon recommendation of the metropolitan mayor, the departments of the executive branch of the metropolitan government shall be created, altered, and dissolved by an ordinance that generally describes the responsibilities of such departments. Nothing in this Charter or any

ordinance adopted pursuant to this article shall be interpreted to prohibit the smaller cities in the county from performing functions or providing services within their boundaries like the functions and services described in this article.

B. The first executive departments shall include the department of fire services, the department of law enforcement, and the department of transportation and public works, which shall have the following responsibilities and such other responsibilities as established by ordinance:

1. Department of Fire Services. The department of fire services shall provide fire, ambulance, and emergency medical services for the area of the metropolitan government. The department shall also assume the responsibilities of the fire departments of the City of Memphis and the County of Shelby.
2. Department of Law Enforcement. The department of law enforcement shall provide police and law enforcement services for the area of the metropolitan government. The department shall also assume the responsibilities of the police department of the City of Memphis and the law enforcement duties performed by the sheriff of the County of Shelby.
3. Department of Transportation and Public Works. The department of transportation and public works shall be responsible for establishing transportation policies and providing safe and efficient transportation systems in the area of the metropolitan government through the design, construction, and maintenance of all roads, highways, bridges, and bike paths owned by the metropolitan government, the design and construction of storm sewers, the collection and disposal of refuse, and the maintenance and operation of refuse facilities. The department shall also assume the responsibilities of the division of public works of the City of Memphis and the County of Shelby.

C. If one of the first executive departments of the metropolitan government assumes the responsibilities of an office of the City of Memphis and/or the County of Shelby, the responsibilities shall only be assumed to the extent they are not contrary to this Charter or assigned to another elected official, administrative office, executive department, or agency of the metropolitan government.

Section 4.202. Economic development.

An executive department shall be created in accordance with section 4.201 of this article, or an agency in accordance with section 9.05 of this Charter, that is responsible for economic development services, which shall include, but not be limited to, facilitating the creation, expansion, diversification, and relocation of global business investments in the area of the metropolitan government; and promoting job creation and the attraction, development, and retention of a skilled workforce.

Section 4.203. Executive functions and services.

An administrative office shall be created in accordance with section 4.302 of this article, an executive department in accordance with section 4.201 of this article, or an agency in accordance with section 9.105 of this Charter to perform the functions and provide the services described as follows:

1. Emergency preparedness services that shall include, but not be limited to, participation in the regional homeland security program and carrying out the requirements of the state and federal laws applicable to homeland security and emergency management.
2. Health and environmental services that shall include, but not be limited to: environmental health services, personal health services, and forensics; evaluating the current and future impact of air, surface water, ground water, and land in the area of the metropolitan government; developing sustainable strategies for improving environmental conditions and achieving environmental goals; and implementing environmental and health education programs.
3. Parks, neighborhoods, and cultural services that shall include, but not be limited to: administering and developing public parks, recreational, and conservation areas; enhancing the health, safety, and beauty of neighborhoods; improving libraries and educational resources; promoting the arts and heritage of the area; and encouraging ethnic and religious group involvement in the metropolitan community.
4. Planning and community development services that shall include, but not be limited to, promoting, creating, and implementing safe and effective community-wide, neighborhood-focused designs and redevelopment, and establishing unified development regulations.

Section 4.204. Directors of executive departments.

The director of each executive department of the metropolitan government shall have general supervision and control of the executive department to which they are appointed. Section 4.105 of this article shall govern the appointment, term, removal, compensation, and qualifications of the directors, and the method for filling vacancies in those positions.

Chapter 3. Administrative Offices of the Metropolitan Government

Section 4.301. Administrative offices generally.

A. Upon request of the metropolitan mayor, administrative offices of the metropolitan government may be created, altered, or dissolved by an ordinance that generally describes the responsibilities of such offices.

B. Unless stated otherwise in this Charter, the administrative offices of the metropolitan government shall carry out the assigned responsibilities for all branches, constitutional officers, offices, departments, and agencies of the metropolitan government, which shall comply with the

policies and procedures, and the rules and regulations, governing the operation of the administrative offices.

C. If an administrative office of the metropolitan government assumes the responsibilities of an office of the City of Memphis and/or the County of Shelby, the responsibilities shall be assumed to the extent that they are not contrary to, or otherwise assigned by, this Charter.

D. The first administrative offices shall include the office of finance and strategic administration, the office of general counsel, and the office of inspector general, which shall have the responsibilities established by this chapter and such other responsibilities as provided for by ordinance.

Section 4.302. Directors of administrative offices.

The director of each administrative office of the metropolitan government shall have general supervision and control of the office to which they are appointed. Section 4.105 of this article shall govern the appointment, term, removal, compensation, and qualifications of the directors, and the method for filling vacancies in those positions.

Section 4.303. Office of finance and strategic administration.

A. The office of finance and strategic administration is hereby created and shall be responsible for the financial and strategic administrative management of the metropolitan government in accordance with the provisions of this Charter and applicable ordinances, which shall include, but not be limited to, the functions of a controller, financial management and planning, investment and disbursement of all funds, grants coordination, purchasing, real and personal property management, service performance measurements, strategic planning and quality initiatives, information technology, and the human resources, civil service, retirement, and pension systems.

B. The director of the office of finance and strategic administration shall be the chief financial officer for the metropolitan government. The metropolitan mayor shall appoint an information technology officer to be responsible for managing all information technology-related functions of the metropolitan government.

Section 4.304. Office of inspector general.

A. The office of inspector general is hereby created and shall be responsible for performing audits and reviews for compliance and identification of costs savings and cost avoidance. The office shall also perform investigations to prevent misconduct and misuse of funds of the metropolitan government.

B. All audits shall be performed in accordance with government auditing standards established by the United States Government Accountability Office and other professional standards established and published under government auditing standards. Elected officials,

appointees, employees, and members of agencies of the metropolitan government shall not impair any audit, review, or investigation of the office of inspector general.

C. The inspector general may be removed in the same manner as the original appointment, but only with cause.

Section 4.305. Office of general counsel; binding legal opinions.

A. The office of general counsel is hereby created and shall serve as chief counsel and legal advisor of the metropolitan government. The office shall be responsible for compliance and all claims filed by or against the metropolitan government, and shall perform such other duties as may be required by law.

B. In addition to the requirements of section 4.302 of this article, and at the time of appointment, the general counsel shall have had at least five years experience in the practice of law and shall be licensed and qualified to practice law in this State. In addition to the general counsel, all other attorneys appointed by the general counsel shall be licensed to practice law in this State, and shall forfeit that office or employment immediately if suspended or barred from the practice of law in this State.

C. The general counsel may be removed in the same manner as the original appointment, but only with cause. All staff attorneys of the office of general counsel shall be appointed, and may be removed without cause, by the general counsel.

D. Any legal opinion rendered by the office of general counsel shall constitute the final authority for the resolution or interpretation of any legal issue relative to the entire metropolitan government and shall be considered valid and binding in its application, unless and until it is overruled or modified by a court of competent jurisdiction or is contrary to an opinion issued either by the attorney general of this State interpreting state law or by the coordinator of elections of this state interpreting the state election laws. Only after consulting with the office of general counsel may an elected or appointed official of the metropolitan government institute legal action against another official of the metropolitan government.

ARTICLE 5. JUDICIAL BRANCH

Section 5.01. Metropolitan court system; jurisdiction and authority.

A. The judicial authority of the metropolitan government shall be vested in a court system, which includes the general sessions and probate courts of the County of Shelby and the juvenile court of the City of Memphis and the County of Shelby. On the effective date of this Charter, the city court of the City of Memphis shall be consolidated with the general sessions court.

B. The judges and clerks of the metropolitan courts shall have the jurisdiction and authority conferred upon them by applicable law. The general sessions court shall also have the jurisdiction and authority vested in the city court of the City of Memphis prior to the effective date of this Charter.

Section 5.02. Probate court continued.

The probate court of the County of Shelby shall be continued in accordance with its creating legal authority, until dissolved by such legal authority.

Section 5.03. Public defender and divorce referee continued.

The offices of the public defender and divorce referee shall be continued in accordance with their creating legal authority, until dissolved by such legal authority. An ordinance, however, shall be adopted to provide for the public defender's and divorce referee's appointment, term, removal, compensation, qualifications, and the method for filling vacancies in such offices.

Section 5.04. Election, term, and qualifications; compensation.

A. Each judge and clerk of the metropolitan courts elected after this Charter becomes effective shall be elected in accordance with, and shall serve such terms as are established by, the constitution and general laws of this State. As of the deadline for filing a petition for office, each judge and clerk shall also meet all of the qualifications provided for in the constitution and general laws of this State and in this Charter.

B. The judges and clerks shall be compensated in accordance with the general laws of this State. No change in compensation shall occur during the term for which such judges and clerks were elected or appointed or after the first day of January of the year in which such judges and clerks are to be elected.

Section 5.05. Vacancy.

If a vacancy occurs in the office of a judge or clerk of the metropolitan courts, by death, disability, resignation, removal, or otherwise, the metropolitan council shall select an interim judge or clerk within 120 days after the vacancy occurs, who shall serve until a successor is

elected and qualified in accordance with the constitution and general laws of this State and this Charter. If, however, the next election to be held in the general services district of the metropolitan government is scheduled during the 120-day period, the vacancy shall be filled at the same time as that election.

Section 5.06. Judicial notice.

The metropolitan courts shall take judicial notice of this Charter and the districts of the metropolitan government as established by section 7.201 of this Charter.

Section 5.07. Prosecution of cases.

A. Cases involving the violation of ordinances, regulations, and resolutions of the metropolitan government filed in, or pending before, the metropolitan courts shall be prosecuted by the office of general counsel, or the office of the district attorney general for the thirtieth judicial district by agreement with the metropolitan government, or a duly authorized representative of the prosecuting office.

B. Cases involving the violation of state laws filed in, or pending before, the metropolitan courts shall be prosecuted by the district attorney general or his duly authorized representative.

Section 5.08. Presiding judge of general sessions court.

One judge from the metropolitan general sessions court shall be selected annually by majority vote of all judges to serve as presiding judge. The presiding judge shall be responsible for promulgating rules necessary for the conduct, administration, and supervision of the court and for preparing and submitting the budget of the court and any other submissions required by the metropolitan government. The presiding judge may call meetings of the other judges and the court clerk for the purpose of addressing the issues pertaining to the operation of the court, and the judges and court clerk shall be required to attend such meetings.

ARTICLE 6. METROPOLITAN CONSTITUTIONAL COUNTY OFFICERS

Section 6.01. Sheriff, trustee, register, clerk, and assessor.

The sheriff, trustee, register, clerk, and assessor, as established by the constitution and general laws of this State, are hereby recognized as officials of the metropolitan government.

Section 6.02. Metropolitan constitutional county officers generally.

The powers, election, method for filling vacancies, qualifications, oath of office, bond requirements, and compensation of the metropolitan constitutional county officers shall be governed by the constitution and general laws of this State or by the metropolitan council in accordance with state law.

Section 6.03. Duties of metropolitan sheriff.

The general duties of the metropolitan sheriff shall be governed by the constitution and general laws of this State and this Charter, and shall include, but not be limited to: maintaining the adult offender and corrections centers of the County of Shelby and jails of the county; providing courthouse and courtroom security; providing civil and criminal warrants service; and performing those duties traditionally performed by county sheriffs in accordance with common law, except law enforcement duties, if such responsibility is assigned to the department of law enforcement by section 4.201(C)(2) of this article.

Section 6.04. Duties of metropolitan trustee.

A. The general duties of the metropolitan trustee shall be governed by the constitution and general laws of this State and this Charter, and shall include, but not be limited to: collecting real and personal property taxes or tax equivalents, all merchants' ad valorem taxes, other privilege taxes, and any other taxes and fees; and performing the collection duties performed by the treasurer of the City of Memphis, to the extent such duties are not contrary to, or otherwise assigned by, this Charter.

B. After the taxes collected by the metropolitan trustee become delinquent, the trustee shall continue collection efforts for a period of six months. Thereafter, the trustee shall provide the designated collections officer of the metropolitan government, or such other collections company by contract with the metropolitan government, a reconciled report of all remaining delinquent taxes, interest, and penalties that has been audited by the chief financial officer of the metropolitan government.

Section 6.05. Duties of metropolitan register of deeds.

The general duties of the metropolitan register of deeds shall be governed by the constitution and general laws of this State and this Charter, and shall include, but not be limited to, the duty to file or record documents that affect the legal status of real or personal property. The register shall be responsible for the management of all records of the metropolitan

government and shall work with the metropolitan clerk and the information technology officer to implement records management procedures for the metropolitan government. The register shall also perform the duties of a county archivist and shall work with the Public Records Commission to permanently preserve all records with an historical significance.

Section 6.06. Duties of metropolitan clerk.

The general duties of the metropolitan clerk shall be governed by the constitution and general laws of this State and this Charter, and shall include, but not be limited to: acting as clerk of the metropolitan council; collecting business taxes, fees for motor vehicle registration and licensing, and wheel taxes; issuing marriage, motor vehicle, and other licenses; keeping records of notaries public; performing the duties of the permits office of the City of Memphis, to the extent such duties are not contrary to, or otherwise assigned by, this Charter. The metropolitan clerk shall also be responsible for posting all documents prepared in accordance with this Charter on the website of the metropolitan government.

Section 6.07. Duties of metropolitan assessor of property.

The duties of the metropolitan assessor of property shall be governed by the constitution and general laws of this State and this Charter, and shall include, but not be limited to determining and recording the value of all property within the area of the metropolitan government, whether real, personal or mixed, except for the property of public utilities valued by this State, and assessing merchants' ad valorem and other privilege taxes.

ARTICLE 7. FINANCE, TAXATION, and BONDS

Chapter 1. Finance.

Section 7.101. Fiscal year.

The fiscal year of the metropolitan government shall begin on the first day of July and end on the thirtieth day of June. The fiscal year shall constitute the budget year and the year for financial accounting and reporting of all organizational units. Organizational units shall include the legislative branch, executive branch, judicial branch, constitutional officers, executive departments, administrative offices, and agencies of the metropolitan government.

Section 7.102. Financial system.

A. The financial system of the metropolitan government shall utilize transparent budget and accounting systems that are compliant with the Governmental Accounting Standards Board or its successor organization. Budgets shall be achieved through: simultaneous alignment of projected financial performance, financial position, and cash flows; performance based budgeting; and related activity based cost accounting and reporting procedures.

B. All monies paid to the metropolitan government and collected by any organizational unit shall be deposited into bank accounts established and managed by the office of finance and strategic administration. The director of finance shall manage the banking, investment, disbursement, and borrowing of all metropolitan government funds.

Section 7.103. Liability and void obligations.

A. Any obligation incurred or any payment authorized or made in violation of this Charter is void. All officials and employees of the metropolitan government who willingly and knowingly incur any such obligation or authorize or make such payment, are jointly and severally liable to the metropolitan government for the full amount, and such action shall be cause for removal from office or discharge from employment.

B. Nothing contained in this Charter is intended to prevent the making or authorizing of payments or the making of contracts for capital improvements to be financed wholly or partially by the issuance of bonds, nor shall it prevent the making, when permitted by law, of a contract or lease providing for payment of funds at a time beyond the end of the fiscal year in which the contract or lease is made.

Section 7.104. Consolidated budget generally.

A. The annual consolidated budget of the metropolitan government shall consist of an operating plan and a capital plan. The five year operating and capital plans shall be incorporated into the five year strategic plan of the metropolitan government.

B. The operating plan shall detail the revenues and expenses of the metropolitan government for the next six fiscal years, with the first year being the operating budget for the ensuing fiscal year, and shall contain:

1. Reasonable estimates of revenues to be received and classified according to source.
2. Proposed operating expenditures by each organizational unit in accordance with an established classification of accounts, including personnel and related costs, operating expenses, capital outlays to be financed from the revenues of the ensuing years, and all debt service requirements.
3. Confirmation by the director of finance that the total proposed expenditures from any fund do not exceed the total anticipated revenues, plus proposed use of existing unappropriated fund balances and applicable reserves, less any estimated deficit at the end of the current fiscal year.
4. A list of all capital projects that are expected to be put into service in each year and individual estimates of the continuing revenues and expenses directly associated with each project.

C. The capital plan shall detail the program of proposed expenditures for capital improvements for the metropolitan government for the next six fiscal years, with the first year being the capital budget for the ensuing fiscal year, and shall contain:

1. A list of all proposed capital projects detailed by each organizational unit, including an estimate of the total cost of each project detailed by fiscal year and the method of financing each project.
2. Projected annual operating revenues and expenditures directly associated with each project.
3. The impact on the debt structure.
4. The cost of operating and maintaining all such projected capital projects.

D. The consolidated budget shall separately identify the services and functions pertaining to the general services district, the urban services district, and any special services district.

Section 7.105. Annual consolidated budget preparation.

A. By the fifteenth day of February, the director of finance shall distribute the requirements for the preparation of the operating and capital plans. By the fifteenth day of March, each organizational unit shall transmit the information requested to the director of finance.

B. The director of finance shall transmit an annual operating plan proposal to the metropolitan mayor with any revisions.

C. The director of finance shall transmit an annual capital plan proposal to the metropolitan mayor with recommendations from the officer of the metropolitan government that is responsible for planning.

D. The metropolitan mayor shall submit the consolidated budget proposal to the metropolitan council not later than the first meeting of the council in April and shall provide a budget message concerning the general fiscal policies, important features, and major changes in the budgets and plans.

Section 7.106. Adoption of the annual budgets.

A. The metropolitan council shall hold hearings on the operating and capital budgets and shall provide public notice of all hearings on the website of the metropolitan government.

B. The operating budget shall provide for all expenditures required by law or this Charter and for all debt service requirements for the ensuing fiscal year as certified by the director of finance. The metropolitan council shall not alter the estimates of receipts or other fund availability included in the metropolitan mayor's budget proposal without the consent of the mayor and director of finance, except to correct errors and omissions. In no event shall the total appropriations from any fund exceed the estimated fund balance, reserves, and revenues of that fund.

C. The metropolitan council shall adopt the operating budget not later than the fifteenth day of June. The budget resolution shall specify estimated revenues by source and make appropriations according to fund and by organizational unit, purpose, and activity.

D. The metropolitan council shall adopt the capital budget not later than the fifteenth day of June. The adopted capital budget shall detail the capital expenditures intended to be made or incurred in the ensuing fiscal year that are to be financed from funds subject to the control or appropriation of the council.

Section 7.107. Allotment of appropriations.

All appropriations contained in the current operating budget may be allotted as determined by the director of finance, and such allotments shall constitute authorizations for expenditure or encumbrance.

Section 7.108. Impoundment of funds.

Upon certification of the director of finance that the revenues or other resources actually realized with respect to any fund are insufficient to meet the amounts appropriated from such fund, the metropolitan mayor shall impound appropriations in the amount necessary to prevent deficit operation.

Section 7.109. Transfer of appropriations; budget amendments.

A. The amount established by the adopted budget for each organizational unit, purpose, and activity shall constitute the annual appropriation, and no expenditure shall exceed such appropriation. The metropolitan mayor may, however:

1. Approve the transfer of all or a portion of an unencumbered balance of any appropriation for any purpose or activity to the appropriation for any other purpose or activity within the same organizational unit. No single transfer may exceed one percent of the organizational unit's budget, and no cumulative annual transfer may exceed five percent, or such smaller percentage as established by the metropolitan council, of the organizational unit's budget without approval of the council.
2. Upon approval of the metropolitan council, the metropolitan mayor may transfer all or a portion of an unencumbered balance from one organizational unit to another.

B. The metropolitan mayor may submit amendments to the operating and capital budgets for approval by the metropolitan council. All such amendments shall be accompanied by a certification by the director of finance as to the availability of funds. All amendments to the capital budget shall also be accompanied by the recommendation of the officer of the metropolitan government responsible for planning.

Section 7.110. Lapse of appropriations.

All unencumbered balances of appropriations in the operating budget at the end of the fiscal year shall lapse into the unappropriated surplus or reserves of the fund from which such appropriations were made. Capital project funds shall lapse at the conclusion of each project, and grant funds for such projects shall terminate in accordance with the terms of the grant agreement.

Section 7.111. Budget reports.

No later than thirty days after the last day of each quarter, the director of finance shall present reports to the metropolitan council relative to the operating budget, capital budget, actual expenditures and revenues, and all transfers made pursuant to section 7.109 of this article, which shall be recorded as budget amendments.

Chapter 2. Taxation.

Section 7.201. Services districts.

The area of the metropolitan government shall include the general services district, the urban services district, and any special services districts, such districts being generally described as follows:

1. The general services district shall consist of the total area of the County of Shelby as fixed and established upon the effective date of this Charter or as modified according to law or this Charter.

2. The urban services district shall constitute a municipal corporation and shall consist originally of the total area of the City of Memphis at the time of the filing of this Charter with the county election commission, such area being legally described in appendix B to this Charter, or as such area may be expanded as provided in this Charter.
3. Special services districts shall consist of areas established by the metropolitan council in accordance with the general laws of this State, that are outside of the urban services district, but are furnished with municipal-type governmental services.
4. All other tax districts existing in the City of Memphis or the County of Shelby prior to the effective date of this Charter are continued in effect by this Charter.

Section 7.202. Expansion of urban services district; annexation reserve agreements.

A. Whenever an area of the general services district needs urban services and the metropolitan government is able to provide such services within a reasonable period, the area of the urban services district may be expanded by annexation or as provided by the general laws of this State. A majority of the voters in the area to be annexed, however, shall approve such annexation by a referendum vote.

B. The annexation reserve agreements entered into by the City of Memphis and the smaller cities of the county prior to the adoption of this Charter shall survive the creation of, and be binding upon, the metropolitan government. A copy of such agreements shall be maintained at all times by the office of general counsel.

Section 7.203. Services of the metropolitan government.

A. The metropolitan government may exercise within the general services district those powers and functions exercised by the City of Memphis and the County of Shelby and shall supply the residents of the general services district with those governmental services that are now or may be customarily furnished by a county government in a metropolitan area. The initial functions to be performed in, and governmental services to be provided to, the general services district shall include agriculture, airports, alcohol beverage supervision, board of equalization, codes management, community development and redevelopment, conservation and natural resources, constitutional county officers and offices, courts, economic development, environmental management, head start, highways, bridges and traffic engineering, homeland security, health and welfare, hospitals, jails, government administration, metropolitan planning organization, planning, property assessment, public assembly facilities, railroads, vehicle registration, and tax collection.

B. In addition to the functions performed in, and the services provided to, the general services district, the initial functions to be performed in, and services to be provided to, the urban services district shall include ambulance services, fire protection, garbage and residential refuse collection, libraries, parks, police protection, public transportation, sanitary sewers, storm sewers, street lighting, and street cleaning.

C. The metropolitan government shall provide law enforcement and fire services in the unincorporated areas of the general services district and to the smaller cities of the county as required by the general laws of this State and as deemed necessary.

D. Functions and services that have a financial impact may be reassigned from one services district to another in accordance with section 3.08(D)(1)(f).

E. The requirement to perform the functions and provide the services described in this section shall not be construed to require the continuation of such functions and services that the metropolitan council, by ordinance, determines to be obsolete, unnecessary, or not required by the general laws of this State and shall not be construed to limit the power of the metropolitan government to add, modify, or reorganize such functions and services in the general, urban, or special services districts.

Section 7.204. Property tax levies.

A. Following the adoption of the operating and capital budgets, the metropolitan council shall levy an annual tax on real and personal property in the general services district. The general services district tax rate shall be set by ordinance and shall be described in two parts: the general services district tax rate, which may establish categories for additional clarity; and the school tax rate for the area of metropolitan government.

B. The general services district tax rate shall be sufficient, with other available funds and grants, to defray the cost of all governmental services provided in such district.

C. Immediately following the metropolitan council's adoption of the general services district tax rate, the urban council shall by resolution levy an annual tax on real and personal property in the urban services district. The urban services district tax rate shall be sufficient, with other available funds and grants, to defray the costs of municipal-type governmental services provided in such district.

D. A tax shall not be levied by the metropolitan council on property in the general services district or by the urban council in the urban services district that is greater than five percent of the previous year's tax rate, unless such levy is approved by three fourths vote of the membership of the metropolitan council or by two-thirds vote of the membership of the urban council. A tax rate sufficient to pay the principal of, and interest on, bonds of the general and urban services districts, however, shall be annually assessed, levied, and collected in like manner with other applicable taxes and shall be in addition to all other taxes authorized or limited by law.

E. The metropolitan government shall remit one annual tax bill. Taxes shall be payable in accordance with the general laws of this State, shall be due on the first Monday in October, and shall be delinquent on the first day of March of the following year.

Chapter 3. Bonds.

Section 7.301. Bonds generally; definitions.

All of the provisions of this article relating to bonds shall apply to all types of bonds, except where provided otherwise in this Charter, expressly or by necessary implication. When used in this Charter:

1. The word "bond" shall mean any bond, note, or other financial contract payable from: ad valorem taxes or other taxes; revenues derived from utilities or other publically owned revenue producing enterprises or facilities; or any other source or any combination of sources.

2. The term "revenue bond" shall mean any bond payable in whole or in part from the revenues derived from publicly owned utilities or other publicly owned revenue producing enterprises or facilities;

3. The term "tax bond" shall mean any bond payable in whole or in part from ad valorem taxes or other taxes set by the metropolitan council, including, but not limited to, proceeds from the local sales tax, local wheel tax, local hospitality tax, and local tobacco and alcohol taxes.

Section 7.302. Bonds authorized by metropolitan council; purposes of issue.

A. The metropolitan council may issue, in the name of the metropolitan government, bonds or other obligations and financial contracts for the purpose of financing all or any part of the cost of any public improvement property or purpose the metropolitan government is authorized by this Charter or the general laws of this State to acquire, construct, reconstruct, extend, improve, or undertake.

B. The resolution authorizing the issuance of bonds shall specify the terms of maturity, the rate of interest per annum, the denomination, the form, either coupon or registered, the conversion or registration privileges, the rank or priority, the manner of sale and execution, the sources by which the bonds are secured and payable, the medium of payment, and the terms of redemption, with or without premium, all of which shall be consistent with the general laws of this State.

Section 7.303. Costs incidental.

All expenses that are necessary and incidental to the financing and completion of a bond issuance may be included in the costs to be financed from the proceeds of such bonds to the extent allowed by applicable federal and state laws.

Section 7.304. General obligation bonds; general and urban tax bonds.

A. The full faith and credit of the metropolitan government shall be pledged for all general obligation bonds that are issued in the name of the metropolitan government, payable from ad valorem taxes. The metropolitan council shall have the authority to levy and collect ad

valorem taxes without limit as to rate or amount on all taxable property within the area of the metropolitan government in accordance with all applicable federal and state laws.

B. General obligation tax bonds may be issued pursuant to this article for the general services district, referred to as general tax bonds, or for the urban services district, referred to as urban tax bonds. Ad valorem taxes may be levied and collected in the general services district for the payment of general tax bonds and in the urban services district for the payment of urban tax bonds. The metropolitan government shall, however, be obligated to levy and collect ad valorem taxes on all taxable property in the general services district to the full extent necessary to pay all principal of, and interest on, all general obligation tax bonds of the metropolitan government.

Section 7.305. Debt management policy.

Prior to the issuance of any bonds, the metropolitan mayor shall propose a general debt management policy for the metropolitan government for approval by the metropolitan council. The policy shall include, but not be limited to, a definition of the debt capacity of the metropolitan government by type of debt, a target or goal for credit ratings by at least two nationally recognized rating agencies, targets or goals for the level of reserves by type of debt, policies on the use of fixed and variable rate debt, policies on hedging activities, policies on the use of outside professionals, policies on how conflicts of interest will be defined and managed, and policies regarding the average life and structure of debt. The director of finance shall implement the adopted policy and prepare, as part of the annual consolidated budget presentation: a report on the status of all outstanding debt, showing the amount of debt outstanding; the degree to which all debt and debt related transactions are currently, and have been, in compliance with the existing debt management policy; a projection of debt issuance by type for the ensuing fiscal year and the following five fiscal years, based upon the mayor's consolidated budget presentation; and any recommended changes to the existing policy.

Section 7.306. Refunding bonds.

Bonds may be issued by the metropolitan government for the purpose of refunding any outstanding bonds, including any bonds issued by the City of Memphis or the County of Shelby. Such refunding bonds may be issued without regard to the amount of bonded indebtedness of the metropolitan government, either for general bonds or urban bonds.

Section 7.307. Temporary financing.

The metropolitan council may provide for temporary financing of any improvement, property, or purpose by the issuance of bond, tax, grant, revenue, or other anticipation notes in anticipation of the sale of bonds as authorized by applicable federal or state law, but all such bond anticipation notes, including any renewals, shall finally mature not later than six years, including renewals from the date of the original notes, or such earlier date as may be required by the general laws of this State. All such anticipation notes shall have the same security as the anticipated bonds. The metropolitan council shall prescribe the dates of issue and maturity, form, and all other details of such anticipation notes.

Section 7.308. Sale of bonds and notes.

After any required advertisements, bonds issued under this Charter shall be sold by the metropolitan council at a public sale to the highest responsible bidder. The council, however, may adopt a more efficient method of sale of such bonds upon recommendation of the director of finance. Such alternative method of sale shall comply with the general laws of this State.

Section 7.309. Unissued bonds of city or county.

Any bonds authorized but unissued by the City of Memphis or the County of Shelby as of the effective date of this Charter may be issued in the name of, and sold by, the metropolitan government in accordance with the provisions of the legal authority by which such bonds were authorized.

Section 7.310. Revenue bonds.

The metropolitan council may issue revenue bonds to finance all or part of the cost of any publicly owned utility or other publicly owned revenue producing enterprise or facility, where such revenue bonds are to be payable in whole or in part from the revenues of such utility or other revenue producing enterprise or facility, and to pledge all or any part of such revenues for the payment of such revenue bonds. The council shall prescribe the dates of issue and maturity, form, and all other details of such revenue bonds.

Section 7.311. Combined tax and revenue bonds.

The metropolitan council may issue combined tax and revenue bonds, or pledge any other security permitted by law to the payment of such revenue bonds, in addition to revenues from a publicly owned utility or other publicly owned revenue producing enterprise or facility. If, however, ad valorem taxes are pledged for the payment of all or any part of the bonds for which such revenues are also pledged, any provision for a referendum or petition on issuance of tax bonds, as provided by the general laws of this State, shall apply to such revenue bonds.

Section 7.312. Debt service funds.

A. There shall be a general services district debt service fund and an urban services district debt service fund for the amortization of outstanding debt of the City of Memphis and the County of Shelby. Such funds shall consist of the cash and securities in the debt service funds for bonds issued by the City of Memphis and the County of Shelby prior to the effective date of this Charter, such amounts that may be required to be paid into such funds, and the interest earned on the investments. The debt service funds for the bonds previously issued by the City of Memphis and the County of Shelby shall be transferred to the debt service fund of the district to which such bonds are allocated by this section. Debt service funds for any bonds shall be maintained as separate and segregated funds in accordance with the proceedings that authorized the issuance of such bonds.

B. The annual tax levy ordinance shall include a sum sufficient to meet the principal of, and interest and redemption charges on, all general obligation tax bonds due, or to be paid, in the ensuing year and issued for, or allocated to, the urban or general services districts, and to reimburse the general fund for any appropriation made, or to be made, for the payment of any such principal, interest, or redemption charges.

C. Except upon approval of the metropolitan council, monies paid into any debt service fund shall be used exclusively for the purchase, retirement, or payment of the outstanding bonds, including all direct and indirect costs and expenses, for which such debt service fund was created and maintained. The director of finance shall maintain a record of all receipts and disbursements of the debt service fund. The metropolitan council may, however, approve transfers between the general and debt service funds.

D. All bonds issued prior to the effective date of this Charter by the City of Memphis, and all bonds authorized but unissued by the City of Memphis on the effective date of this Charter, and thereafter issued by the metropolitan government, shall be allocated to the urban services district. The principal of, and interest on, such bonds shall be paid from ad valorem taxes or other revenues collected in the urban services district.

E. All bonds issued prior to the effective date of this Charter by the County of Shelby, and all bonds authorized but unissued by the County of Shelby on the effective date of this Charter, and thereafter issued by the metropolitan government, shall be allocated to the general services district. The principal of, and interest on, such bonds shall be paid from ad valorem taxes or other revenues collected from the general services district or such portion of the general services district as authorized by the general laws of this State.

F. Any revenue bonds issued prior to the effective date of this Charter by the City of Memphis or the County of Shelby, and any revenue bonds authorized but unissued by the City or County by the effective date of this Charter, and thereafter issued by the metropolitan government, shall be payable as to principal and interest from the revenues or other sources provided for in the proceedings which authorized such bonds.

G. No provisions of this Charter shall be interpreted to impair or diminish any of the rights, remedies, security, and sources for payment of any bonds authorized or issued by the City of Memphis or the County of Shelby. Holders of any such bonds shall be entitled to enforce any and all rights, remedies, security, and sources for payment granted by the proceedings that authorized the issuance of such bonds.

ARTICLE 8. HUMAN RESOURCES AND CIVIL SERVICE

Section 8.01. Human resources and civil service system.

A. The metropolitan council shall by ordinance create a human resources and civil service system that: creates a professional, customer focused, performance driven and dynamic workforce; ensures the delivery of cost-effective, high quality, and innovative public services; protects against political patronage, coercion, and unfair influence in public service; and does not tolerate unfair or unlawful treatment. The ordinance shall create a five-member civil service board, whose members shall be appointed by the metropolitan mayor, subject to confirmation by the metropolitan council, and shall serve without compensation and for such terms as provided by ordinance. The qualifications of the members, and the civil service board's powers and duties, which shall include, but not be limited to, hearing appeals of all employees in classified service following suspension or termination, shall be established by ordinance.

B. The human resources and civil service system shall be administered by the office of finance and strategic administration of the metropolitan government. The provisions of such system shall be established by ordinance, shall create broad job classifications and pay systems, and shall provide that:

1. The workforce be qualified, skilled, and diverse;
2. Employees be retained and advanced based on criteria, that shall include, but not be limited to, knowledge, skills, performance, capacity, concern for the public interest, and strict adherence to this Charter;
3. Employees and applicants be treated equitably;
4. Equal pay be provided for work performed of equal value, and management be based on competitive market data and pay systems;
5. The workforce be planned, trained, used efficiently, and managed effectively to provide high quality government service;
6. Employees shall be protected against: arbitrary action, personal favoritism, and coercion for partisan political purposes; and reprisal for the lawful disclosure of information that the employee reasonably believes evidences mismanagement, a gross waste of funds, an abuse of authority, a substantial and specific danger to public health or safety, or a violation of any law, rule, or regulation.
7. Employees be prohibited from using their official authority or influence for the purpose of interfering with or affecting the result of an election or a nomination for election.

Section 8.02. Retirement and pension benefits; rights of employees.

A. The metropolitan council shall provide a system for retirement and/or pension benefits for employees of the metropolitan government and for the regulation of such systems. In discharging such obligations, the council may establish new retirement and/or pension systems and provide for participation in existing systems by all employees. The council shall maintain in a sound actuarial condition all employee retirement and/or pension systems established or recognized. All benefits payable to members, retired members, and their survivors in accordance with any of the retirement plans of the City of Memphis or the County of Shelby on the effective date of this Charter shall continue unimpaired for the duration provided for in such plans and shall be an obligation and liability of the metropolitan government.

B. Employee retirement and pension systems of the City of Memphis and the County of Shelby in existence on the effective date of this Charter, and the retirement fund established for the Memphis and Shelby County Public Library and Information Center, which was closed on July 1, 2005, are hereby recognized and continued. Each such existing system shall continue in effect until there remain no individuals holding vested rights within the coverage of such system. The human resources and civil service system shall include provisions for the consolidation and administration of such retirement and pension systems, and for the optional transfer of employees from any former system of the City of Memphis or the County of Shelby to the system of the metropolitan government, including provisions for fund transfers relating to individual transfers, where appropriate.

Section 8.03. No impairment to existing city and county employees.

Nothing in this Charter shall be interpreted in such a manner so as to impair or diminish the rights and privileges of the employees of the City of Memphis or the County of Shelby under civil service, or in the retirement and pension systems existing, on the effective date of this Charter.

Section 8.04. Continuation of contracts and memoranda of understanding.

Nothing in this Charter shall be interpreted to alter the terms or conditions of any contract or memorandum of understanding between the City of Memphis and representatives of its employees or between the County of Shelby and representatives of its employees.

ARTICLE 9. AGENCIES OF METROPOLITAN GOVERNMENT

Section 9.01. Definitions.

The word "agency," when used in this Charter, shall mean any board, commission, or authority of the metropolitan government, including temporary agencies.

Section 9.02. Advisory boards for departments.

The metropolitan mayor shall have the authority to create advisory boards for all departments of the executive branch of the metropolitan government. The provisions of section 9.105 of this article shall apply to such advisory boards.

Section 9.03. Temporary agencies.

The metropolitan mayor, by executive order, and the metropolitan council, by resolution, may appoint task forces comprised of citizens of the area of the metropolitan government to advise on policies and programs for designated periods of time not to exceed one year, unless the original executive order or resolution is continued. Members of temporary agencies shall have the requisite professional competencies to serve and shall serve without compensation other than necessary expenses as authorized by the creating executive order or resolution.

Section 9.04. Existing agencies.

A. Each agency of the City of Memphis and the County of Shelby created prior to the effective date of this Charter shall be continued, shall operate, and may be dissolved, in accordance with the agency's creating legal authority. The agencies continued by this section and their creating legal authority are generally described as follows:

1. The following agencies were created or incorporated by the City of Memphis and/or the County of Shelby based on the general laws of this State: airport authority, board of equalization, chickasaw basin authority, conservation board, emergency communications board, housing authority, industrial development board, municipal solid waste planning board, public building authority for FedEx Forum, public building authority for pyramid, public records commission, sports authority, and work release review board. The beer board shall also continue until such time as the metropolitan council creates a standing committee to perform the functions of such agency.

2. The following agencies were created by the City of Memphis and/or the County of Shelby based on the permissive laws of this State and shall be continued by ordinance, unless a resolution is required by the creating legal authority: adult oriented establishment board, agricultural extension committee, center city commission, center city design review board, center city development corporation, center city downtown parking authority, center city revenue finance corporation, community redevelopment agency, convention center commission, health, education, and housing facility board, landmarks commission, port commission, and public library and information

commission. This includes agencies that may have originated from a private act, but exist as an ordinance or charter provision of the City of Memphis and/or the County of Shelby prior to the effective date of this Charter.

3. The following agencies were created by ordinance based on the governmental authority of the City of Memphis and/or the County of Shelby: agricenter commission, air pollution control board, animal shelter advisory board, board of adjustment, board of supervisors, citizen law enforcement review board, city beautiful commission, construction code advisory boards, governmental library commission, joint board of appeals, land use control board, metro alarm review board, prevailing wage commission, public art oversight committee, transit authority, and youth guidance commission.

4. The following agencies were created by resolution based on the governmental authority of the City of Memphis and/or the County of Shelby and shall be continued by ordinance: community advisory board, cross connection board, film and television commission, historical commission, and music commission.

B. To the extent any agencies of the City of Memphis and the County of Shelby existing on the effective date of this Charter are not continued in accordance with subdivision A of this section or by ordinance or resolution of the metropolitan council in accordance with the plan presented by the transition commission in accordance with section 12.03 of this Charter, all such agencies shall be dissolved within 90 days after the council's adoption of the transition plan or by the method required by the agency's creating legal authority. The following agencies of the City of Memphis and/or the County of Shelby, however, shall continue until such metropolitan agencies are created pursuant to this Charter to perform the same functions: civil service merit board, civil service commission, ethics commission, pension board of administration, and retirement board.

Section 9.05. Agency name; membership generally; vacancies.

A. The name of each agency of the metropolitan government shall include the phrase "Memphis Shelby County Metropolitan Government," unless provided otherwise by this Charter or if doing so would change the agency's existing relationship to outstanding indebtedness or is otherwise prohibited by law.

B. Agencies of the metropolitan government shall be created, altered, and dissolved by ordinance or by the method required by the agency's legal authority, and shall have no more than 15 members. Members of agencies shall be appointed to staggered terms by the metropolitan mayor, subject to confirmation by the metropolitan council, shall serve without compensation, and shall be representative of the area of the metropolitan government. Members shall serve for terms of four years, but shall not serve more than two consecutive terms or ten years, whichever is greater, and may be removed by the mayor without cause. Members of agencies created by this Charter, however, may be removed upon three-fourths vote of the membership of the metropolitan council, but only for good cause shown. Members may hold over, and vacancies shall be filed, in accordance with section 1.12 of this Charter.

C. No elected official shall serve as a member of any agency of the metropolitan government. No official or employee who receives a salary for service to the metropolitan government shall receive any additional salary for serving as an ex-officio member of an agency of the metropolitan government.

D. The provisions of this subsection shall not apply to specific agencies if stated otherwise in this article or in the agency's legal authority.

Section 9.06. List of agencies.

A current list of all agencies of the metropolitan government shall be maintained at all times by the metropolitan mayor and, for each agency, such list shall include: the name, contact information, and term of service for each member; the names of all officers; the date, time, and location of regular meetings; and a citation to the agency's legal authority.

Section 9.07. Multimodal transportation commission.

A. The Multimodal Transportation Commission is hereby created and shall be responsible for recommending: unified, sustainable transportation policies to the metropolitan mayor; and initiatives for the purposes of coordinating the quadra-modal regional investments of the area of the metropolitan government, providing efficient transportation resources for the citizens, and advancing global leadership positions in the freight and logistics industry.

B. The membership of the Multimodal Transportation Commission shall be comprised of the chairmen or executive directors of the Memphis Shelby County Airport Authority, the Memphis Area Transit Authority, the Memphis and Shelby County Port Commission, or their successor agencies, and the Chamber of Commerce; the administrator of the metropolitan area planning organization, the director of the department of transportation and public works of the metropolitan government, and at least two members of management of class-one railroads serving the area of the metropolitan government; and citizens of the area of metropolitan government with professional qualifications related to the function of this agency.

Section 9.08. Neighborhoods commission.

A. The Neighborhoods Commission is hereby created and shall serve as a liaison between the metropolitan government and the neighborhoods of the area of the metropolitan government. The Neighborhoods Commission shall maintain a list of all neighborhood associations and shall be responsible for providing the metropolitan government with information obtained from the neighborhood associations related to street improvements, environmental conditions, parks, economic development, police protection, zoning, fire services, and all other policies and programs that affect the quality of life of all citizens in the area of the metropolitan government.

B. The membership of the Neighborhoods Commission shall be comprised of representatives from the neighborhood associations in the area of the metropolitan government. A representative from each executive department of the metropolitan government shall serve as ex-officio members.

ARTICLE 10. METROPOLITAN-OWNED UTILITY

Section 10.01. Continuance of municipally owned utility.

The utility owned by the City of Memphis, and known as Memphis Light, Gas and Water, is hereby continued as a metropolitan-owned utility and shall operate in accordance with the applicable charter provisions of the City of Memphis on the effective date of this Charter, which are attached as appendix C to this Charter and are incorporated in this article by reference.

Section 10.02. Sale of metropolitan-owned utility.

Any proposed sale of Memphis Light, Gas and Water, or any of its electric, gas, and water divisions, shall not be final until first approved by a majority of duly qualified voters in the urban services district of the metropolitan government.

ARTICLE 11. AMENDMENT AND REVIEW OF CHARTER

Section 11.01. Amending the charter.

A. A charter commission, created pursuant to the general laws of this State, may frame and propose amendments to this Charter and shall submit any such amendment to the voters of the general services district in the manner provided by law for the framing, proposing, and submitting new metropolitan charters.

B. By two-thirds vote of the membership, the metropolitan council may propose amendments to this Charter by ordinance. Except as otherwise provided in this subsection, every such ordinance shall be governed by section 3.08 of this Charter, shall contain the full text of the proposed amendment, and shall become effective upon final adoption. The metropolitan clerk shall immediately deliver a certified copy of the ordinance to the county election commission, and the county election commission shall submit the proposed charter amendment to the voters of the general services district in accordance with the election laws of this State. Any ordinance proposing to amend this Charter shall be filed within the time frame necessary for the county election commission to place the referendum on the ballot of an election that is already scheduled to be held in the general services district of the metropolitan government.

C. Upon receipt of a resolution from both the Memphis City School Board and the Shelby County School Board requesting consolidation of such school systems, the metropolitan council shall propose an amendment to this Charter in accordance with such resolutions. The procedures established by this section for the adoption and delivery of an ordinance to propose amendments to this Charter shall apply to the requirements of this subsection.

D. Voters of the area of the metropolitan government may propose amendments to this Charter by a petition addressed to the metropolitan council and containing the full text of the proposed amendment. Any such petition shall meet all requirements of the general laws of this State and shall be filed with the clerk of the metropolitan council. The clerk shall immediately deliver the petition to the county election commission. When such petition has been determined to be sufficient, the county election commission shall submit the proposed amendment to the voters of the general services district in accordance with the election laws of this State.

E. This Charter may be amended in any other manner for amending the charter of a metropolitan government that may be provided for by law.

Section 11.02. Charter revision commission.

A. At least every ten years, the metropolitan council shall create a 15-member charter revision commission, whose members shall be representative of the area of the metropolitan government, and shall appropriate the funding necessary for the charter revision commission's work. The charter revision commission shall hold public hearings and, within nine months after its creation, shall report its findings and recommendations to the council.

B. The charter revision commission shall review the compensation of the members of the metropolitan council and the metropolitan mayor for purposes of recommending any necessary adjustment to such compensation levels. The charter revision commission shall also review the agencies of the metropolitan government for purposes of confirming compliance with the applicable legal authority and recommending the continuance or dissolution of such agencies.

C. Any ordinance that increases the compensation of the members of the metropolitan council, whether proposed by the charter revision commission or the council, shall be submitted to the voters of the general services district as an amendment to this Charter and in accordance with section 11.01(B) of this article.

ARTICLE 12. TRANSITION PROVISIONS

Section 12.01. Effective date.

This Charter shall become effective on September 1, 2014, but shall become effective prior to that date to the extent necessary to permit elections to be held in accordance with this Charter during the year 2014 and for purposes of allowing the transition commission to carry out its duties in accordance with this article. Unless provided otherwise in this Charter, the election of all officials required to be elected during the year 2014 shall be held in accordance with the general laws of this State.

Section 12.02. Transition commission created; membership.

A. A transition commission is hereby created two years after the date the results of the election to be held in the County of Shelby on November 2, 2010 have been certified by the county election commission and the state coordinator of elections and shall terminate on November 1, 2014. Members shall not receive any compensation for serving on the transition commission.

B. The transition commission shall be composed of the following 15 members: the mayors of the City of Memphis and the County of Shelby, two current or former members of the Memphis City Council and two current or former members of the Shelby County Board of Commissioners designated by the respective legislative bodies, four citizens selected by the mayor of the City of Memphis, and five citizens selected by the mayor of the County of Shelby. The attorneys and division directors of the City of Memphis and the County of Shelby, the metropolitan constitutional officers, and a current or former judge of the County of Shelby shall serve as ex-officio non-voting members of the transition commission.

C. The nine citizen members shall be qualified to provide guidance on the organization of the metropolitan government. At least one citizen member shall have experience in strategic planning, and at least one shall have experience in economic development. The mayors of the City of Memphis and the County of Shelby shall serve as co-chairs of the transition commission. It is the intent of this section that members who are serving on the transition commission by virtue of their position with the city and county governments shall continue to serve on the commission in their individual capacities effective August 31, 2014.

Section 12.03. Transition plan; support and funding; deadline; adoption.

A. The transition commission shall prepare an, efficient, coordinated, and fiscally sound plan for the new metropolitan government, which shall consolidate the governments of the City of Memphis and the County of Shelby in accordance with this Charter, taking into consideration the record of the Memphis and Shelby County Metropolitan Government Charter Commission, and shall submit such plan to the metropolitan council on September 1, 2014. The plan shall include, but not be limited to, recommendations for the organization of the administrative offices, executive departments, and agencies of the metropolitan government, the combining of the city court with the general sessions court and the number of divisions necessary, the

alignment of the duties of the constitutional officers, the designation of employment positions and responsibilities, the retention of the public defender and divorce referee positions by ordinance, and the amendment of the municipally-owned utility provisions, if necessary to comply with the general laws of this State. For purposes of resolving conflicting language and conforming to this Charter, the plan shall also propose revisions to all policies and procedures and rules and regulations and amendments to all resolutions and ordinances in effect on the effective date of this Charter.

B. All elected officials, appointees, employees, and members of all boards, commissions, agencies, and authorities of the City of Memphis and the County of Shelby shall provide all information and assistance necessary or appropriate for the transition commission's work through August 31, 2014. Thereafter, all such information and assistance shall be provided by the officials, appointees, employees, and agency members of the metropolitan government. The transition commission may: create subcommittees comprised of citizens from the public and private sectors as deemed necessary to carry out its duties; hire outside attorneys, assistants, or consultants regarding any aspect of the transition; and hire professional consultants to advise on the development of the human resources and other systems and offices of the metropolitan government, in accordance with the applicable purchasing procedures.

C. The City of Memphis and the County of Shelby, jointly, shall provide the necessary and appropriate funding for the work of the transition commission, and may accept funding from any source that such forms of government are authorized to receive funding in accordance with the applicable legal authority for the receipt of such funds, through August 31, 2014. Thereafter, all such funding shall be the responsibility of the metropolitan government.

D. The metropolitan council shall adopt the transition plan, with or without amendments, no later than November 1, 2014.

Section 12.04. Redistricting metropolitan council districts.

No later than one year prior to the qualifying deadline for candidates for the metropolitan council, the transition commission shall adjust the boundaries of the council districts, but only to the extent necessary to ensure that such districts are comprised of substantially equal populations based upon the 2010 U.S. Census data. Such adjusted boundaries shall be submitted to the county election commission and shall constitute the districts for the election of the first metropolitan council.

Section 12.05. First metropolitan mayor.

The individual elected to the office of the mayor of the City of Memphis on the first Thursday in October 2011, or appointed thereafter, shall serve until August 31, 2014 and shall continue to receive the same level of compensation for the remainder of his term of office. The first mayor of the metropolitan government shall be elected on the first Thursday in August 2014, shall be compensated in an amount equal to the compensation received by the mayor of the City of Memphis on August 31, 2014, and shall serve a term of four years beginning September 1, 2014. Thereafter, the mayor shall be elected in accordance with section 4.102 of this Charter.

All other provisions of this Charter that are not inconsistent with this article shall apply to the first mayor.

Section 12.06. First metropolitan council.

The individuals elected to the Memphis City Council on the first Thursday in October 2011, or appointed thereafter, shall serve until August 31, 2014 and shall continue to receive the same level of compensation for the remainder of their terms of office. The members of the first metropolitan council shall be elected on the first Thursday in August 2014, shall be compensated in an amount equal to the compensation received by the members of the Shelby County Board of Commissioners on August 31, 2014, and shall serve a term of four years beginning September 1, 2014. Thereafter, members of the council shall be elected in accordance with section 3.03 of this Charter. All other provisions of this Charter that are not inconsistent with this article shall apply to members of the first metropolitan council.

Section 12.07. First metropolitan general sessions court clerk.

The individual elected to the office of clerk of the general sessions court of the County of Shelby on the first Thursday in August 2012, or appointed thereafter shall be the first clerk of the metropolitan general sessions court, shall serve until August 31, 2014, and shall continue to receive the same level of compensation for the remainder of his term of office. Thereafter, the clerk shall be elected in accordance with section 5.04 of this Charter. All other provisions of this Charter that are not inconsistent with this article shall apply to the first clerk of the metropolitan general sessions court.

Section 12.08. First metropolitan public defender and divorce referee.

The public defender and divorce referee of the County of Shelby existing on the date the results of the election to be held in the County of Shelby on November 2, 2010 have been certified by the county election commission and the state coordinator of elections shall be the first public defender and divorce referee of the metropolitan government and shall continue to serve the metropolitan government and receive the same level of compensation, until reappointed, or a successor is appointed, in accordance with the ordinance established pursuant to section 5.03 of this Charter. Thereafter, the public defender and divorce referee shall be appointed in accordance with the code of ordinances of the metropolitan government. All other provisions of this Charter that are not inconsistent with this article shall apply to the first public defender and divorce referee of the metropolitan government.

Section 12.09. Property tax rate ceiling.

A. In order to encourage efficiency in the new metropolitan government, for the first three fiscal years commencing after the effective date of this Charter, the metropolitan council and the urban council shall not levy any increase in the effective ad valorem tax rates, adjusted for reappraisal, on property in the general and urban services districts. To assure compliance with this section and the constitutional mandate that all property shall be taxed in accordance

with its value, the metropolitan council shall reduce expenditures to the extent necessary to assure no increase in the effective ad valorem tax rate.

B. The property tax rate ceiling, however, shall not apply to actions required for a public emergency or as approved by voter referendum in accordance with the general laws of this State. A tax rate sufficient to pay the principal of, and interest on, bonds of the general services and urban services districts when due shall be annually assessed, levied, and collected in like manner with other applicable taxes and shall be in addition to all other taxes authorized or limited by the general laws of this State.

C. The provisions of this section shall not be interpreted to prohibit the metropolitan council from reducing the effective ad valorem tax rate.

Section 12.10. Existing resolutions and ordinances.

All resolutions and ordinances adopted by the Memphis City Council and the Shelby County Board of Commissioners that are in full force and effect on the effective date of this Charter, to the extent not inconsistent with this Charter, shall remain in effect until and unless repealed or amended by the metropolitan council.

Section 12.11. Existing rights and obligations.

All rights of action, contracts, obligations, titles, fines, penalties, forfeitures, and fees, accrued to or in favor of, or against, the City of Memphis or the County of Shelby prior to the effective date of this Charter shall in every respect remain as fully in force and effect as if this Charter had not taken effect. All recognizances, contracts, and obligations lawfully entered into or executed by or to the City of Memphis and the County of Shelby, and the lien thereof, and all taxes due or owing to the City of Memphis and the County of Shelby, and the lien thereof, shall continue and remain unaffected by this Charter.

Section 12.12. Property; assets and liabilities.

All real and personal property owned or invested in by the City of Memphis or the County of Shelby on the effective date of this Charter shall become property of the metropolitan government. All assets and liabilities of the City of Memphis and the County of Shelby on the effective date of this Charter shall become the assets and liabilities of the metropolitan government and shall be payable in accordance with this Charter.

Section 12.13. Pending judicial proceedings.

All judicial proceedings of any kind and all condemnation proceedings for the taking or damaging of private property for public use involving the City of Memphis or the County of Shelby that are pending on the effective date of this Charter may be completed in every respect as nearly as may be completed in accordance with this Charter.

Section 12.14. Pending legal obligations.

All contracts for the performance of any kind of public work that are not completed and performed, all contracts or bids for the purchase or sale of real property that were entered into but not consummated, and all proceedings to incur debt and issue bonds that began prior to, or are pending, on the effective date of this Charter may be completed in every respect in accordance with this Charter.

Section 12.15. Delivery of documents and property.

All documents and property of any kind under the control of the City of Memphis and the County of Shelby shall be delivered to the official of the metropolitan government responsible for the functions related to such documents and property.

Section 12.16. Administrative rules and regulations.

All administrative rules and regulations of the City of Memphis and the County of Shelby that are in full force and effect on the effective date of this Charter, to the extent not inconsistent with this Charter, shall remain in effect until modified or repealed in accordance with this Charter.

Section 12.17. Repeal of contrary laws.

This Charter shall occupy, as far as the constitution of this state permits, the entire field of self-government for the metropolitan government, and all laws relating to, or affecting, the metropolitan government or its officials or employees, and all private acts, public acts of local application, ordinances, resolutions, policies, procedures, rules, and regulations of the City of Memphis and the County of Shelby that are in full force and effect on the effective date of this Charter are repealed to the extent that they are inconsistent or interfere with the provisions of this Charter or of the ordinances and resolutions in effect pursuant to this Charter.

Section 12.18. Action by City of Memphis and County of Shelby during transition period.

It is the intent of the citizens voting for the consolidation referendum in the November 2, 2010 election that the City of Memphis and the County of Shelby refrain from taking any action that would adversely affect the transition to the metropolitan form of government or that would substantially affect, during the transition period, the assets and liabilities that will become the property and responsibility of the metropolitan government on the effective date of this Charter.

Appendix A

Description of Metropolitan Council Districts

Appendix A. Description of metropolitan council districts.

A. The thirteen single-member districts of the metropolitan council established by section 3.02 of this Charter shall be described as follows:

1. District One shall be composed of the areas encompassed by the following precincts of the county: 091-02, 096-01, ARL-01, ARL-02, BRU-01, BRU-02, COR-03, COR-06, EAD-00, KER-00, LAK-01, LAK-02, LOC-00, LUC-01, LUC-02, LUC-03, MCC-00, MIL-01, MIL-02, MOR-01, MOR-02, STE-00, and WOO-02.
2. District Two shall be composed of the areas encompassed by the following precincts of the county: 086-00, 087-01, 087-03, 088-02, 088-04, BAR-02, BAR-03, BAR-04, BAR-05, BAR-06, BAR-08, BAR-09, BAR-10, BAR-11, BAR-12, BAR-13, BAR-14.
3. District Three shall be composed of the areas encompassed by the following precincts of the county: 094-03, 094-06, COL-01, COL-02, COL-03, COL-04, COL-05, COL-06, COL-07, COL-08, COL-09, FOR-01, FOR-02, ROS-01, ROS-05, ROS-13, ROS-14, ROS-15, and ROS-16.
4. District Four shall be composed of the areas encompassed by the following precincts of the county: 074-06, 080-02, 081-01, 081-02, 081-03, 081-04, 081-05, 081-06, 081-07, COR-09, GER-01, GER-02, GER-03, GER-04, GER-05, GER-06, GER-08, GER-09, GER-10, GER-11, and GER-12.
5. District Five shall be composed of the areas encompassed by the following precincts of the county: 063-02, 068-01, 088-03, 089-01, 089-02, 091-01, 091-03, 095-01, 095-02, 095-03, 095-05, 095-06, 095-07, 095-08, COR-04, and COR-05.
6. District Six shall be composed of the areas encompassed by the following precincts of the county: 069-01, 069-02, 070-01, 070-02, 070-03, 071-03, 071-04, 072-01, 072-03, 072-07, 083-00, 084-01, 084-02, 090-01, 090-02, and 090-03.
7. District Seven shall be composed of the areas encompassed by the following precincts of the county: 016-01, 020-01, 028-00, 033-00, 036-01, 037-00, 044-01, 044-02, 044-03, 044-04, 044-05, 045-01, 045-02, 045-04, 046-01, 046-02, 054-00, 055-01, 055-02, 056-01, 057-00, 064-00, 068-02, and 068-03.
8. District Eight shall be composed of the areas encompassed by the following precincts of the county: 001-00, 021-00, 022-00, 027-00, 036-02, 036-03, 038-02, 040-01, 040-02, 041-01, 041-03, 042-01, 043-02, 052-01, 052-02, 052-03, 053-01, 053-02, 053-03, 062-00, and 088-05.

9. District Nine shall be composed of the areas encompassed by the following precincts of the county: 002-00, 011-00, 012-00, 013-00, 016-03, 017-00, 020-03, 025-02, 026-00, 029-01, 031-01, 031-02, 031-04, 032-00, 034-02, and 050-02.

10. District Ten shall be composed of the areas encompassed by the following precincts of the county: 050-01, 075-01, 075-05, 075-06, 075-07, 075-11, 076-04, 076-05, 076-06, 077-01, 077-02, 077-03, 079-01, 079-02, 082-01, 082-02, and 082-03.

11. District Eleven shall be composed of the areas encompassed by the following precincts of the county: 048-00, 049-00, 060-01, 060-02, 060-03, 060-04, 060-05, 060-06, 060-07, 060-08, 060-09, 078-01, 078-03, 079-03, 079-07, 079-08, CAP-01, and CAP-05.

12. District Twelve shall be composed of the areas encompassed by the following precincts of the county: 029-02, 047-00, 056-03, 058-01, 058-04, 059-01, 059-05, 061-00, 065-01, 066-00, 067-01, 067-03, 073-01, and 073-03.

13. District Thirteen shall be composed of the areas encompassed by the following precincts of the county: 073-04, 074-01, 074-02, 074-04, 074-05, 074-09, 092-01, 093-01, 093-02, 093-03, 094-02, 094-05, 094-07, and 094-08.

B. The four multi-member districts of the metropolitan council established by section 3.02 of this Charter shall be described as follows:

1. District Fourteen shall be composed of the areas encompassed by the following precincts of the county: 087-03, 091-01, 091-02, 091-03, 095-07, 095-08, 096-01, ARL-01, ARL-02, BAR-02, BAR-03, BAR-04, BAR-05, BAR-06, BAR-08, BAR-09, BAR-10, BAR-11, BAR-12, BAR-13, BAR-14, BRU-01, BRU-02, COL-01, COL-02, COL-03, COL-04, COL-05, COL-06, COL-07, COL-08, COL-09, COR-03, COR-09, EAD-00, FOR-01, FOR-02, GER-01, GER-02, GER-03, GER-04, GER-05, GER-06, GER-08, GER-09, GER-10, GER-11, GER-12, KER-00, LAK-01, LAK-02, LOC-00, LUC-01, LUC-02, LUC-03, MCC-00, MIL-01, MIL-02, MOR-01, MOR-02, ROS-05, ROS-14, ROS-15, ROS-16, STE-00, and WOO-02.

2. District Fifteen shall be composed of the areas encompassed by the following precincts of the county: 016-01, 016-03, 017-00, 020-01, 028-00, 029-01, 029-02, 031-01, 031-02, 033-00, 036-01, 037-00, 038-02, 044-01, 044-02, 044-03, 044-04, 044-05, 045-01, 045-02, 045-04, 046-01, 046-02, 052-01, 052-02, 052-03, 053-01, 053-02, 053-03, 054-00, 055-01, 055-02, 056-01, 056-03, 057-00, 058-01, 058-04, 063-02, 064-00, 065-01, 066-00, 067-01, 067-03, 068-01, 068-02, 068-03, 080-02, 081-01, 081-02, 081-03, 081-04, 081-06, 081-07, 088-03, 089-01, 089-02, 095-01, 095-02, 095-03, 095-05, 095-06, COR-04, COR-05, and COR-06.

3. District Sixteen shall be composed of the areas encompassed by the following precincts of the county: 047-00, 059-01, 059-05, 060-02, 060-03, 060-05, 060-06, 060-07, 060-08, 060-09, 061-00, 073-01, 073-03, 073-04, 074-01, 074-02, 074-04, 074-05, 074-06, 074-09,

076-04, 076-05, 076-06, 077-01, 077-02, 077-03, 078-01, 078-03, 079-01, 079-02, 079-03, 079-07, 079-08, 081-05, 092-01, 093-01, 093-02, 093-03, 094-02, 094-03, 094-05, 094-06, 094-07, 094-08, CAP-01, CAP-05, ROS-01, and ROS-13.

4. District Seventeen shall be composed of the areas encompassed by the following precincts of the county: 001-00, 002-00, 011-00, 012-00, 013-00, 020-03, 021-00, 022-00, 025-02, 026-00, 027-00, 031-04, 032-00, 034-02, 036-02, 036-03, 040-01, 040-02, 041-01, 041-03, 042-01, 043-02, 048-00, 049-00, 050-01, 050-02, 060-01, 060-04, 062-00, 069-01, 069-02, 070-01, 070-02, 070-03, 071-03, 071-04, 072-01, 072-03, 072-07, 075-01, 075-05, 075-06, 075-07, 075-11, 082-01, 082-02, 082-03, 083-00, 084-01, 084-02, 086-00, 087-01, 088-02, 088-04, 088-05, 090-01, 090-02, and 090-03.

Appendix B

Legal Description of Urban Services District

Appendix B. Legal description of urban services district.

**JANUARY 2007
(Revised October 15, 2008)**

**COMPOSITE DESCRIPTION OF THE BOUNDARY LINES (CITY LIMITS)
OF THE CITY OF MEMPHIS, TENNESSEE**

**PREPARED BY THE CITY OF MEMPHIS DIVISION OF ENGINEERING,
MAPPING & PROPERTY DEPARTMENT**

Beginning at a point in the mid-stream of the Mississippi River, said point being the intersection of a westerly projection of the Tennessee-Mississippi State Line with the mid-stream of the Mississippi River; thence in a generally northerly direction with the mid-stream of the Mississippi River and its meanderings to a point of intersection with a southwestward projection of the mid-stream of the Loosahatchie River; thence northeastwardly with said projection and the mid-stream of the Loosahatchie River and its meanderings to a point of intersection with a westward projection of the northerly right-of-way line of Spencer Miller Road; thence eastwardly with said projection and the northerly right-of-way line of Spencer Miller Road to a point on the westerly right-of-way line of Merigold Street; thence northwardly with the westerly right-of-way line of Merigold Street and the westerly property lines of the David M. and Janis J. Leggett 2.053 acre parcel (69-68-24) and the Sarah Rook Perkins 4.594 acre parcel (69-68-01) to a point on the northwest corner of said Perkins parcel; thence eastwardly with the northerly property line of the said Perkins 4.594 acre parcel to a point on the westerly right-of-way line of Benjestown Road; thence northwardly with the westerly right-of-way line of Benjestown Road to its intersection with a westward projection of the northerly property line of the Shelby County .336 acre parcel (69-01-01); thence eastwardly with said westward projection and the northerly property line of said Shelby County .336 acre parcel and the northerly boundary lines of the Patricia Heights Subdivision, Section "C" (PB 16, PG 29), Section "B" (PB 16, PG 15), Section "A" (PB 16, PG 8), Section "D" (PB 16, PG 28) and a eastward projection of the northerly boundary of said Section "D" to a point on the easterly right-of-way line of Millington Street; thence southwardly with the easterly right-of-way line of Millington Street to a point on the northerly boundary line of the Carrolton Subdivision (PB 10, PG 57); thence eastwardly with the northerly boundary line of the Carrolton Subdivision to a point on the westerly right-of-way line of Thomas Street (U.S. Highway No. 51 North); thence northeastwardly with the westerly right-of-way line of Thomas Street (U.S. Highway No. 51 North) to its intersection with the northeasterly right-of-way line of Great River Road; thence northwestwardly with the northeasterly right-of-way line of Great River Road to its intersection with the northwesterly right-of-way line of Millington Road; thence northeastwardly with the northwesterly right-of-way line of Millington Road to a point on the westerly boundary line of the Memphis Park Commission's Firestone Park 316.57 acre parcel (69-80-01); thence in a generally northwardly direction following the westerly boundary line of Firestone Park and a northwestward projection of said westerly boundary line to its intersection with the mid-stream of the Loosahatchie River; thence eastwardly with the mid-stream of the Loosahatchie River and its meanderings to a point on the westerly right-of-way line of O.K. Robertson Road; thence southwardly with the westerly right-of-way line of O.K. Robertson Road to a point on the northwesterly right-of-way line of Millington Road; thence northeastwardly with the northwesterly right-of-way line of Millington

Road to a point on the easterly right-of-way line of O.K. Robertson Road; thence southwardly with the easterly right-of-way line of O.K. Robertson Road to a point on the northwesterly right-of-way line of Thomas Street (U.S. Highway No. 51 North); thence northeastwardly with the northwesterly right-of-way line of Thomas Street (U.S. Highway No. 51 North) to its intersection with the mid-stream of the Loosahatchie River; thence in a generally eastwardly direction following the mid-stream of the Loosahatchie River and its meanderings to a point of intersection with the northerly boundary line of the City of Memphis Park Commission's Davy Crockett Park 290.44 acre parcel (71-63-27); thence eastwardly with the northerly boundary line of the Davy Crockett Park 290.44 acre parcel to its intersection with the mid-stream of the Loosahatchie River; thence in a generally eastwardly direction following the mid-stream of the Loosahatchie River and its meanderings to its intersection with the mid-stream of Sugar Cane Creek; thence in a generally southwardly direction following the mid-stream of Sugar Cane Creek and its meanderings to a point on the easterly property line of the Allentown Mobile City Associates 66.087 acre parcel (90-29-08); thence southwardly with the easterly property lines of the said Allentown Mobile City Associates 66.087 acre parcel, the Joe & Louise R. Guasco 26.976 acre parcel (90-29-10), the Broadmoor Investment Corporation 23.702 acre parcel (90-29-03) and the easterly boundary line of the L.B. Lee Subdivision (PB 26, PG 34) to a point on the northerly right-of-way line of Bolen Huse Road; thence eastwardly with the northerly right-of-way line of Bolen Huse Road to a point of intersection with a northward projection of the easterly right-of-way line of Egypt-Church Road; thence southwardly along said northward projection and the easterly right-of-way line of Egypt-Church Road to a point on the northerly property line of the Jackie W. and Mable E. Branum .75 acre parcel (90-31-01); thence easterly with the northerly property lines of the said Branum .75 acre parcel and the Poplar Pike Incorporated 2.57 acre parcel (90-31-08) to a point on the northeast corner of said Poplar Pike Incorporated parcel; thence southwardly with the easterly property line of the Poplar Pike Incorporated 2.57 acre parcel to a point on the northerly boundary line of the Elysian Fields Subdivision (PB 137, PG 51); thence continuing southwardly along an imaginary line 10 feet east of and parallel to the easterly property line of Lot No. 119 (90-31A-30) of the said Elysian Fields Subdivision Section "A" and a southward projection of said line to a point on the southerly right-of-way line of Elysian Drive, said point also being located on the northeast corner of Lot No. 26 (90-31A-26) of the aforesaid Section "A"; thence southwardly with the easterly property lines of Lot No.s 26, 25, 24, 23, 22, 21, 20 and 19 (90-31A-26, 25, 24, 23, 22, 21, 20 and 19) of the said Elysian Fields Subdivision, Section "A" to a point on the northerly right-of-way line of Egypt Central Road; thence eastwardly with the northerly right-of-way line of Egypt Central Road to a point of intersection with a northward projection of the easterly property line of the Willard B. and Francis Louise Sipes 4.24 acre parcel (86-40-127); thence southwardly along said northward projection and the easterly property line of the said Sipes 4.24 acre parcel to a point on the most southerly northerly property line of said 4.24 acre parcel; thence eastwardly with the northerly property lines of the said Sipes 4.24 acre parcel and the John C. and Emma Jo Kauffman 2.173 acre parcel (86-40-86) to a point on the northeast corner of said 2.173 acre parcel; thence southwardly with the easterly property line of the said Kauffman 2.173 acre parcel and the easterly boundary line of the Willard B. Sipes Subdivision (PB 68, PG 63) to a point on the southeast corner of said Sipes Subdivision; thence westwardly with the southerly boundary line of the said Willard B. Sipes Subdivision to a point on the easterly boundary line of the Johnson's Coleman Road Subdivision (PB 83, PG 21); thence southwardly with the easterly boundary line of the said Johnson's Coleman Road Subdivision and the easterly property line of the Jerry L. and Sharon L. Williams 7.264 acre parcel (86-40-98) to a point on the northerly

property line of the B D & M Incorporated 13.89 acre parcel (86-40-6); thence eastwardly with the northerly property lines of the said B D & M incorporated 13.89 acre parcel, Lot No. 72 (86-40-07) of Lakemont Gardens Subdivision, Section "A" (PB 22, PG 19 & 20), Lot No. 46 (86-40-104) of Lakemont Gardens Subdivision, Section "E" (Unrecorded), Lot No. 47 (86-40-126) and Lot No. 44 (86-40-125) of said Section "E", the Grant Development Corporation .247 acre parcel (86-40-117), Lot No. 42 (86-40-108) of Forest Lakes Subdivision, Section "F" (PB 97, PG 2), the Grant Development Corporation .019 acre parcel (86-40-119) and a eastward projection of said northerly property line of the Grant Development Corporation, crossing North Lake Forest Drive, to a point on the interior of Lot No. 41 (86-40-124) of Forest Lakes Subdivision, Section "H" (PB 120, PG 63), said point also being located a distance of 120 feet eastwardly from the radius intersection of the northerly right-of-way line of Forest Lakes Drive with the easterly right-of-way line of North Lake Forest Drive, as measured along the aforesaid eastward projection; thence southwardly along an imaginary line, crossing Forest Lakes Drive, to a point on the northeasterly property line of Lot No. 34 (86-40-112) of Forest Lakes Subdivision, Section "G" (PB 102, PG 38), said point also being located a distance of 10 southeastwardly from the southeast corner of Lot No. 39 (86-40-121) of Forest Lakes Subdivision, Section "H", as measured along the aforesaid northeasterly property line of Lot No. 34; thence southeastwardly with the northeasterly property line of Lot No. 34 to a point on the northeast corner of said Lot No. 34; thence southwardly with the easterly property line of Lot No. 34 to a point on the northerly right-of-way line of Forest lakes Cove; thence continuing southwardly along an imaginary line across Forest Lakes Cove to a point on the southerly right-of-way line of said Cove, said point also being located on the northeast corner of Lot No. 29 (86-40-115) of Forest Lakes Subdivision, Section "G"; thence southwardly with the easterly property line of said Lot No. 29 to a point on the most easterly southeast corner of said property; thence southwestwardly with the southeasterly property line of said Lot No. 29 to a point on the northeasterly property line of Lot No. 64 (86-40-10) of Lakemont Gardens Subdivision, Section "A", said point also being located on the easterly boundary line of said subdivision; thence in a generally southeastwardly direction with the easterly boundary line of the Lakemont gardens Subdivision, Section "A" to a point on the northwest corner of Lot No. 54 (86-43-07) of said subdivision; thence eastwardly with the northerly boundary line of the Lakemont Gardens Subdivision, Section "A" to a point on the northeast corner of the Marshall D. Gordon .552 acre parcel (86-43-05); thence southwardly with the easterly boundary line of Lakemont Gardens Subdivision, Section "A" to a point on the northeasterly right-of-way line of Lakehurst Drive; thence southeastwardly with the northeasterly right-of-way line of Lakehurst Drive to a point on the northwesterly right-of-way line of Austin Peay Highway; thence northeastwardly with the northwesterly right-of-way line of Austin Peay Highway to its intersection with the southwestery right-of-way line of Singleton Parkway (also known as Sergeant Walter K. Singleton Parkway and Tennessee State Highway 204) and the northwesterly right-of-way line of Austin Peay Highway (also known as Tennessee State Highway 14); thence in a generally northerly direction along the westerly right-of-way line of Singleton Parkway and its northerly projection to its intersection with the northerly right-of-way line of Egypt-Central Road; thence easterly along the westward projection of the northerly right-of-way line Egypt-Central Road and the northerly right-of-way line Egypt-Central Road and its eastward projection to its intersection of the northeasterly right-of-way line of Covington Pike; thence southwestery along the northeastward projection of the southeasterly right-of-way line of Covington Pike and the southeasterly right-of-way line of Covington Pike to its intersection with the existing Memphis City Limits and the Northwest corner of the Mike & Rose Cervetti 12.94 acre parcel (87-78-01);

thence eastwardly along the northerly property line of the Mike and Rose Cervetti 12.94 acre parcel (87-78-01) to a point on the northeast corner of said Cervetti parcel; thence southwestwardly with the easterly property lines of the said Cervetti 12.94 acre parcel, the James F. Fletcher 12.63 acre parcel (87-78-07) and the Elton O. and Karen A. Griggs 5.0 acre parcel (87-78-08) to a point on the most easterly southeast corner of said Griggs 5.0 acre parcel; thence westerly with the most northerly southerly property line of the said Griggs 5.0 acre parcel to a point on the most westerly easterly property line of said parcel; thence southwardly with the easterly property line of the said Griggs 5.0 acre parcel and the easterly boundary line of the Wesley Park LTD 22.21 acre parcel (PB 72, PG 8) to a point on the northerly property line of the Memphis City School Board of Education 16.35 acre parcel (87-78-16); thence eastwardly with the northerly property line of the said Board of Education 16.35 acre parcel to a point on the northeast corner of said parcel; thence southwardly with the easterly property line of the Board of education 16.35 acre parcel to a point on the northerly right-of-way line of Banbury Road; thence eastwardly with the northerly right-of-way line of Banbury Road and a eastward projection of said northerly right-of-way line to a point on the easterly right-of-way line of Old Brownsville Road; thence southwardly with the easterly right-of-way line of Old Brownsville Road to its intersection with a eastward projection of the southerly boundary line of the Williamsburg Park Subdivision, Section "I" (PB 72, PG 58); thence westwardly with said eastward projection and the southerly boundary line of the said Williamsburg Park Subdivision, Section "I" to a point on the most easterly boundary line of the Williamsburg Park Subdivision, Section "A" (PB 26, PG 37); thence southeastwardly with the easterly boundary line of said Williamsburg Park Subdivision, Section "A" to a point on the southeast corner of Lot No. 89 (87-33-25) of said subdivision; thence westwardly with the most northerly southerly boundary line of the Williamsburg Park Subdivision, Section "A" to a point on the southeast corner of Lot No. 82 (87-33-18), said point also being located on the most westerly easterly property line of said subdivision; thence southwardly with the easterly boundary lines of the said Williamsburg Park Subdivision, Section "A" and the Williamsburg Park Subdivision, Third Addition (PB 43, PG 64) and the R.H. and Muriel Odabashian 1.694 acre parcel (87-34-11) to a point on the northerly right-of-way line of Stage Road; thence eastwardly with the northerly right-of-way line of Stage Road to its intersection with a northward projection of the easterly property line of the Community Bank of Germantown 17.21 acre parcel (88-30-260); thence southward with said northward projection and the easterly property lines of the said Community Bank of Germantown 17.21 acre parcel and the George D. McCrary 61.45 acre parcel (88-30-225C) to a point on the northwesterly right-of-way line of the Seaboard Systems (CSX) Railroad; thence southwestwardly with the northwesterly right-of-way line of the Seaboard Systems (CSX) Railroad to its intersection with a northward projection of the easterly property line of the Marcus D. Wayland, Sr. 59.772 acre parcel (88-41-03); thence southwardly with said northward projection and the easterly property lines of the said Wayland, Sr. 59.772 acre parcel and the Central Baptist Church 6.48 acre parcel (88-41-06) to a point on the northerly right-of-way line of a 150 foot Tennessee Valley Authority (TVA) Transmission Line Easement; thence eastwardly with the northerly right-of-way line of said 150 foot Tennessee Valley Authority (TVA) Transmission Line Easement to a point on the northwesterly right-of-way line of U.S. Highway No. 70; thence northeastwardly with the northwesterly right-of-way line of U. S. Highway No. 70 to a point, said point being located a distance of 100 feet northeastwardly from the centerline of Altruria Road as measured along the northwesterly right-of-way line of U. S. Highway No. 70; thence South 50 degrees East to a point 188 feet from the centerline of U. S. Highway No. 70, as measured perpendicular thereto; thence southwestwardly 188 feet

southeastwardly from and parallel to the centerline of U. S. Highway No. 70 to a point on the northeasterly property line of Lot No. 5 (89-24-08) of the J.D. and J.A. Kearney Subdivision (PB 13, PG 13); thence southeastwardly with the northeasterly property line of said Lot No. 5 of the Kearney Subdivision to a point on the northwesterly property line of Lot No. 1 (89-24-02) of the Copeland Subdivision (PB 31, PG 32); thence northeastwardly with the northwesterly property line of said Lot No. 1 of the Copeland Subdivision to a point on the westerly right-of-way line of Charles Bryan Road, said point also being located on the existing Bartlett City Limits; thence northwardly with the existing Bartlett City Limits and the westerly right-of-way line of Charles Bryan Road to a point a point 200 feet southeastwardly from and measured perpendicular to the southeasterly right-of-way line of U.S. Highway No. 70 where said Bartlett City Limits turns northeastwardly; thence northeastwardly with the existing Bartlett City Limits and generally parallel to the southeasterly right-of-way line of U.S. Highway No. 70 to its intersection with the northerly right-of-way line of U.S. Highway No. 64; thence eastwardly with the existing Bartlett City Limits and the northerly right-of-way line of U.S. Highway 64 to a point on the westerly right-of-way line of New Brunswick Road; thence northwardly with the existing Bartlett City Limits and the westerly right-of-way line of New Brunswick Road to its intersection with a westward projection of the northerly right-of-way line of Interstate Highway No. 40; thence eastwardly with the existing Bartlett City Limits, said westward projection and northwesterly right-of-way of the Interstate Highway No. 40 to a point on the southwest corner of the Charter Lakeside Hospital, Inc. 7.7 acre parcel (D1-58-399); thence southwardly with a southward projection of the westerly property line of the Charter Lakeside Hospital, inc. 7.7 acre parcel to a point on the southerly right-of-way line of U.S. Highway No. 64; thence in a generally eastwardly direction with the southerly right-of-way line of U.S. Highway No. 64 to its intersection with a southward projection of the easterly property line of the William B. Tanner 12.07 acre parcel (D01-59-192); thence northwardly along said southward projection to a point on the northerly right-of-way line of U.S. Highway No. 64; thence eastwardly with the northerly right-of-way line of U.S. Highway No. 64 to its intersection with the Shelby-Fayette County Line; thence southwardly with the Shelby-Fayette County Line to its intersection with the southwesterly right-of-way line of Seward Road; thence in a generally northwestwardly direction with the southwesterly right-of-way line of Seward Road to a point where said road turns westwardly; thence westwardly along the southerly right-of-way line of Seward Road to its intersection with the westerly right-of-way line of Jefferson Road; thence northwardly with the westerly right-of-way line of Jefferson Road to a point where Jefferson Road turns westwardly along the north side of the Town of Eads Public Square; thence westwardly along the southerly right-of-way of Jefferson Road to its intersection with the easterly right-of-way line of Collierville-Arlington Road (Madison Street); thence southwardly with the easterly right-of-way line of Collierville-Arlington Road (Madison Street) to a point where said road turns westwardly; thence westwardly and southwardly with the southerly and easterly right-of-way line of Collierville-Arlington Road to its intersection with the centerline of the Greys Creek Drainage Canal; thence in a generally westwardly direction following the centerline of the Greys Creek Drainage Canal and its meanderings to its intersection with the westerly right-of-way line of Pisgah Road; thence northwardly with the westerly right-of-way line of Pisgah Road to its intersection with the southerly right-of-way of line of Lenow Road; thence southwestwardly with the southerly right-of-way line of Lenow Road to its intersection with a eastward projection of the southerly right-of-way line of Morning Sun Road; thence westwardly with the said eastward projection and the southerly right-of-way line of Morning Sun Road to a point where said roadway turns northwestwardly; thence continuing in a northwestwardly direction with the

southwesterly right-of-way line of Morning Sun Road to its intersection with the southerly right-of-way line of Grove Road; thence westwardly and northwestwardly with the southerly and southwesterly right-of-way line of Grove Road and a northwestward projection of said southwesterly right-of-way line to a point on the most easterly-northeast corner of the Linda F. Young and Robbie Vester .94 acre parcel (D2-03-06); thence southwardly with the easterly property lines of Linda F. Young and Robbie Vester .94 acre parcel, the William H. Malone 2.0 acre parcel (D2-09-17), the Charlie H. and Bettie Granderson 1.0 acre parcel (D2-09-18), the Sylvester and Pauline McKinney, Sr. 2.0 acre parcel (D2-09-19), the O.L. and Juanita Hart 1.0 acre parcel (D2-09-140), the Minerva Winfrey 1.0 acre parcel (D2-09-141), and the O.L. and Juanita Hart 1.027 acre parcel (D2-09-142) to a point on the southeast corner of said Hart 1.027 acre parcel; thence westwardly with the southerly property line of the O. L. and Juanita Hart 1.027 acre parcel to a point on the northeast corner of the Kaiser and Clara R. Allen, Jr. 1.0 acre parcel (D2-09-155); thence southwardly with the easterly property lines of the Kaiser and Clara R. Allen, Jr. 1.0 acre parcel, the Margie Stinson 1.0 acre parcel (D2-09-156) and the Raymond and Mearline Eddings 7.0 acre parcel (D2-09-157) to a point on the northeast corner of Lot No. 13 (D2-09YA-13) of the Wilderwood Estates Subdivision (PB-80, PG-58); thence continuing southwardly with the easterly property line of Lot No. 13 to a point on the northerly property line of Lot No. 14 (D2-09YA-14) of the said Wilderwood Estates Subdivision; thence eastwardly with the northerly property line of Lot No. 14 to its intersection with the mid-stream of Fletcher Creek; thence in a generally southeastwardly direction following the mid-stream of Fletcher Creek and its meanderings to its intersection with the northeasterly right-of-way line of Berryhill Road; thence southeastwardly and southwardly with the northeasterly and easterly right-of-way line of Berryhill Road to a point on the northwest corner of the Shelby County Board of Education 54.28 acre parcel (D2-09-215); thence eastwardly with the northerly property line of the Shelby County Board of Education 54.28 acre parcel to a point on the northeast corner of said parcel; thence southwardly with the easterly property line of the Shelby County Board of Education 54.28 acre parcel to a point on the southeast corner of said parcel; thence westwardly with the southerly property line of the Shelby County Board of Education 54.28 acre parcel to a point on the easterly property line of the Martha L. Crunk 8.812 acre parcel (D2-09-292); thence northeastwardly with the easterly property line of the Martha L. Crunk 8.812 acre parcel to a point on the northeast corner of said parcel; thence westwardly with the northerly property line of the Martha L. Crunk 8.812 acre parcel to a point on the easterly right-of-way line of Berryhill Road; thence southwardly with the easterly right-of-way line of Berryhill Road to its intersection with a eastward projection of the southerly property line of the Lucille Porter 22.5 acre parcel (D2-09-109); thence westwardly with said projection, crossing Berryhill Road, and the southerly property line of the Lucille Porter 22.5 acre parcel to a point on the most southerly-southwest corner of said parcel; thence northwardly with the most easterly-westerly property line of the Lucille Porter 22.5 acre parcel to a point on the most northerly-southerly property line of said parcel; thence westwardly with the most northerly-southerly property line of the Lucille Porter 22.5 acre parcel to a point on the easterly boundary line of the Berryhill Farms Subdivision, Section "A", Phase 2 (PB-151, PG-4); thence southwardly with the easterly boundary line of the Berryhill Farms Subdivision, Section "A", Phase 2 and the easterly property line of the Kemmons Wilson 1.97 acre parcel (D2-09-351) to a point on the southeast corner of said parcel; thence northwestwardly with the southerly property line of the Kemmons Wilson 1.97 acre parcel to a point on the southwest corner of said parcel; thence northwardly and northwestwardly with the westerly property line of the Kemmons Wilson 1.97 acre parcel to a point on the southwest corner of Lot No. 267 (D2-08FF-119) of the Berryhill Farms Subdivision,

Section "A", Phase 2; thence northwardly with the most easterly-westerly boundary line of the Berryhill Farms Subdivision, Section "A", Phase 2 to a point on the southeasterly boundary line of said subdivision; thence southwestwardly with the southeasterly boundary line of the Berryhill Farms Subdivision, Section "A", Phase 2 crossing Elderberry Lane, to a point on the southwesterly right-of-way line of said roadway; thence northwestwardly with the southwesterly right-of-way line of Elderberry Lane to a point on the southeasterly boundary line of the Berryhill Farms Subdivision, Section "A", Phase 2; thence southwestwardly with the southeasterly boundary line of the Berryhill Farms Subdivision, Section "A", Phase 2 to a point on the most westerly-easterly boundary line of said subdivision; thence southeastwardly with the most westerly-easterly boundary line of the Berryhill Farms Subdivision, Section "A", Phase 2, crossing Raspberry Lane, to a point on the southerly right-of-way line of said roadway; thence southwestwardly with the southerly right-of-way line of Raspberry Lane to a point on the most westerly-easterly boundary line of the Berryhill Farms Subdivision, Section "A", Phase 2; thence southeastwardly with the most westerly-easterly boundary line of the Berryhill Farms Subdivision, Section "A", Phase 2 to a point on the southerly boundary line of said subdivision; thence westwardly with the southerly boundary line of Berryhill Farms Subdivision, Section "A", Phase 2 to a point on the most westerly-easterly boundary line of the Riverwood Farms Subdivision, 9th Addition (PB-152, PG-73); thence southwardly with the most westerly-easterly boundary line of the Riverwood Farms Subdivision, 9th Addition to a point on the most southerly-northeasterly boundary line of said subdivision; thence southeastwardly with the most southerly-northeasterly boundary line of the Riverwood Farms Subdivision, 9th Addition to a point on the most easterly-northeast corner of said subdivision; thence southwardly with the easterly boundary line of the Riverwood Farms Subdivision, 9th Addition, crossing Bridlewood Lane, to a point on the southerly right-of-way line of said roadway; thence westwardly along the southerly right-of-way line of Bridlewood Lane to a point on the easterly boundary line of the Riverwood Farms Subdivision, 9th Addition; thence southwardly with the easterly right-of-way line of the Riverwood Farms Subdivision, 9th Addition to a point on the southeast corner of said subdivision; thence westwardly with the southerly boundary line of the Riverwood Farms Subdivision, 9th Addition to a point on the northeast corner of the Riverwood Farms Subdivision, Phase 5 (PB-116, PG-58); thence southwardly with the easterly boundary line of the Riverwood Farms Subdivision, Phase 5, Riverwood Farms Subdivision, 5th Addition, Phase 1 (PB-150, PG-58) and the Riverwood Farms Planned Development, Phase 1, Area "A" (PB-166, PG-20) to a point on the northerly property line of Lot No. 5 of said Phase 1, Area "A"; thence eastwardly with the northerly boundary line of the Riverwood Farms Planned Development, Phase 1, Area "A" to a point on the northeast corner of said Phase 1, Area "A"; thence southwardly with the easterly boundary line of the Riverwood Farms Planned Development, Phase 1, Area "A" and a southward projection of said easterly boundary line to a point on the southeasterly right-of-way line of Cordova Road; thence southwestwardly with the southeasterly and the southerly right-of-way line of Cordova Road to a point on the easterly boundary line of the Cordova The Town Planned Development, Phase I (PB-161, PG-22) said point also being located on the existing Memphis City Limits; thence southwardly with the easterly boundary line of the Cordova The Town Planned Development, Phase I and the easterly boundary line of the Valmont Place Planned Development (PB-200, PG-6) to a point on the northerly right-of-way line of Seaboard Systems Railroad; thence northeastwardly with the northerly right-of-way line of the Seaboard Systems Railroad to its intersection with a northward projection of the easterly property line of the John A. Wylie 4.0 acre parcel (91-20-02); thence southwardly with said northward projection and the easterly property line of the said Wylie 4.0 acre parcel and the easterly

boundary line of the Earl Wylie Subdivision (PB 110, PG 41) to a point on the northwest corner of the Jane Allen Moore 7.27 acre parcel (91-20-05); thence eastwardly with the northerly property line of the said Moore 7.27 acre parcel to a point on the northeast corner of said parcel; thence southwardly with the easterly property line of the said Moore 7.27 acre parcel to a point on the northeasterly right-of-way line of Rocky point Road; thence southeastwardly with the northeasterly right-of-way line of Rocky Point Road to a point on the northwest corner of the Rocky Woods Estates Subdivision, Second Addition, Section "B-1" (PB 96, PG 34); thence northeastwardly with the northwesterly boundary lines of the said Section "B-1" and the Rocky Woods Estates Subdivision, Second Addition, Section "C-2" (PB 76, PG 63) to a point on the northerly boundary line of said Section "C-2"; thence eastwardly with the northerly boundary line of the said Section "C-2" to a point on the northeast corner of Section "C-2"; thence southeastwardly with the easterly boundary line of said Section "C-2" to a point on the northerly boundary line of the Rocky Woods Estates Subdivision, Second Addition, Section "C-1" (PB 76, PG 62); thence eastwardly with the northerly property line of the Rocky Woods Estates Subdivision, Second Addition, Section "C-1" to a point on the easterly right-of-way line of Laurisa Street; thence southwardly with the easterly right-of-way line of Laurisa Street to a point on the northerly right-of-way line of Rocky Hills Drive; thence eastwardly with the northerly right-of-way line of Rocky Hills Drive to a point of termination 311.07 feet eastwardly from the centerline of Laurisa Street, said point also being located at the east end of the dedicated portion of Rocky Hills Drive; thence southwardly with the east end of the dedicated portion of Rocky Hills Drive to a point on the northeast corner of the Rocky Woods Estates Subdivision, First Addition, Section "A-3" (PB 76, PG 61); thence southwestwardly with the easterly boundary lines of the said Section "A-3" and the Rocky Woods Estates Subdivision, First Addition, Section "A-2" (PB 72, PG 20) to a point on the southeast corner of said Section "A-2"; thence westwardly with the southerly boundary line of the Rocky Woods estates Subdivision, First Addition, Section "A-2" to a point on the southerly right-of-way line of Rocky Woods Drive; thence westwardly with the southerly right-of-way line of Rocky Woods Drive to a point on the easterly right-of-way line of Rocky Woods Cove; thence southwardly with the easterly right-of-way line of Rocky Woods Cove to a point on the northwest corner of Lot No. 8 (91-62-07) of the Rocky Woods Estates Subdivision (PB 70, PG 30); thence eastwardly with the northerly property line of said Lot No. 2 to a point on the northeast corner of said Lot No. 2; thence southwardly with the easterly property line of Lot No. 2 to a point on the southerly boundary line of the said Rocky Woods estates Subdivision; thence westwardly with the southerly boundary line of the Rocky Woods Estates Subdivision to a point on the easterly property line of the Glenn L. and Linda K. Johnson 4.08 acre parcel (91-62-09); thence southwardly with the easterly property lines of the said Johnson 4.08 acre parcel, the Glen G. Reid, Jr. 8.58 acre parcel (91-62-13), the easterly boundary line of the Rocky Woods Subdivision (PB 50, PG 13) and the easterly property line of the Lorena N. Bernard and Elizabeth N. Griffin 5.73 acre parcel (91-62-22) to a point on the easterly right-of-way line of Rocky Point Road; thence southeastwardly with the easterly right-of-way line of Rocky Point Road and a southeastward projection of said easterly right-of-way line to a point on the southerly right-of-way line of Walnut Grove Road; thence southwestwardly with the southerly right-of-way line of Walnut Grove Road to a point on the northeast corner of the William R. Redditt, Jr. 7.1 acre parcel (91-90-08); thence southwardly with the easterly property line of the Redditt, Jr. 7.1 acre parcel to a point on the southeast corner of said parcel; thence westwardly with the southerly property line of the Redditt, Jr. 7.1 acre parcel to a point on the southwest corner of said parcel; thence northwardly with the westerly property line of the Redditt, Jr. 7.1 acre parcel to a point on

the southeast corner of the William H. Baker 2.3 acre parcel (91-90-06); thence westwardly with the southerly property lines of the said Baker 2.3 acre parcel and the Gary D. Crawford 1.44 acre parcel (91-90-03) to a point on the northeast corner of the Jimmy G. Burk and S.J. Harrington Burk 4.02 acre parcel (91-90-02); thence southwardly with the easterly property line of the said Burk 4.02 acre parcel to a point on the southeast corner of said parcel; thence westwardly with the southerly property line of the said Burk 4.02 acre parcel to a point on the southwest corner of said parcel; thence northwardly with the westerly property line of the said Burk 4.02 acre parcel to a point on the southerly property line of the Phinie L. Redditt 24.71 acre parcel (91-90-01); thence westwardly with the southerly property line of the Redditt 24.71 acre parcel to a point on the southwest corner of said parcel; thence northwardly with the westerly property line of the said Redditt 24.71 acre parcel to a point on the southerly right-of-way line of Walnut Grove Road; thence southwestwardly with the southerly right-of-way line of Walnut Grove Road to a point, said point being located a distance of 70.04 feet northeastwardly from the westerly right-of-way line of Bazeberry Road as measured along the said southerly right-of-way line of Walnut Grove Road, said point also being located on the northerly property line of the Bnai B'rith Home and Hospital for the Aged, Inc. 77.11 acre parcel (D02-21-197); thence South 13 degrees 06 minutes 13 seconds East a distance of 232.33 feet to a point; thence South 46 degrees 32 minutes 38 seconds East a distance of 810.85 feet to a point; thence South 25 degrees 08 minutes 59 seconds East a distance of 466.24 feet to a point; thence South 53 degrees 01 minute 33 seconds East a distance of 865.33 feet to a point; thence South 28 degrees 23 minutes 53 seconds East a distance of 406.10 feet to a point on the southerly property line of the Bnai B'rith Home and Hospital for the Aged 77.11 acre parcel; thence westerly with the southerly property line of said 77.11 acre parcel to a point on the easterly right-of-way line of Bazemore Road; thence northwardly with the easterly right-of-way line of Bazemore Road to a point on the southerly terminus of Forest Hill - Irene Road, said point also being located on the southerly boundary line of the Grove of Riveredge Subdivision, Phase 3 (PB 125, PG 65); thence eastwardly with the southerly boundary line of Grove of Riveredge Subdivision, Phase 3 to a point on the easterly right-of-way line of Forest Hill - Irene Road; thence northwestwardly with the easterly right-of-way line of Forest Hill - Irene Road on a curve to the left having a radius of 1450.25 feet an arc distance of 172.54 feet to a point; thence North 03 degrees 19 minutes 20 seconds East a distance of 169.37 feet to a point; thence North 70 degrees 48 minutes 43 seconds East a distance of 94.69 feet to a point; thence North 21 degrees 50 minutes 33 seconds West a distance of 148.70 feet to a point; thence North 25 degrees 46 minutes 20 seconds West a distance of 49.85 feet to a point; thence North 02 degrees 54 minutes 34 seconds East a distance of 100.38 feet to a point on the easterly right-of-way line of Bazeberry Road; thence North 11 degrees 09 minutes 21 seconds West a distance of 63.78 feet to a point on the southerly right-of-way line of Walnut Grove Road; thence southwestwardly with the southerly right-of-way line of Walnut Grove Road to a point on the northeast corner of the Walnut Grove Baptist Church 2.86 acre parcel (91-91-01); thence southwardly with the easterly property line of the said Church 2.86 acre parcel to a point on the southeast corner of said parcel; thence westwardly with the southerly property line of the said Walnut Grove Baptist Church 2.86 acre parcel to a point on the southwest corner of said parcel; thence northwardly with the westerly property line of the said Church property to a point on the southerly right-of-way line of Raleigh-LaGrange Road; thence westwardly with the southerly right-of-way line of Raleigh-LaGrange Road to a point on the easterly right-of-way line of Sanga Road; thence southwardly with the easterly right-of-way line of Sanga Road to its intersection with an eastward projection of the southerly property line of the Artis E. Parker .374 acre split parcel (91-95-06) which was created within the interior of Lot

No. 131 of the Walnut Grove Estates Subdivision, Section "C" (PB 110, PG 35) by the 1991 annexation of Cordova; thence westwardly with said eastward projection to a point on the westerly right-of-way line of Sanga Road, said point also being located on the southeast corner of the afore said Lot No. 131; thence westwardly with an imaginary line to a point on the southeasterly right-of-way line of Rhonda Circle South, said point also being located a distance of 34 feet southwestwardly from the northeast corner of Lot No. 137 of the Walnut Grove Estates Subdivision, Section "C" as measured along the southeasterly right-of-way line of Rhonda Circle South; thence continuing westwardly with an imaginary line to a point on the northwesterly right-of-way line of Rhonda Circle South, said point also being located a distance of 43 feet southwestwardly from the southeast corner of Lot No. 181 of the Walnut Grove Estates Subdivision, Section "C" as measured along the northeasterly right-of-way line of Rhonda Circle South; thence continuing westwardly with an imaginary line to a point on the easterly right-of-way line of Shelly Renee Lane, said point also being located a distance of 105 feet southwardly from the northwest corner of Lot No. 180 of the Walnut Grove Estates Subdivision, Section "C" as measured along the easterly right-of-way line of Shelly Renee Lane; thence continuing westwardly with an imaginary line to a point on the westerly right-of-way line of Shelly Renee Lane, said point being located a distance of 90 feet southwardly from the northeast corner of Lot No. 147 of the Walnut Grove Estates Subdivision, Section "C" as measured along the westerly right-of-way line of Shelly Renee Lane; thence continuing westwardly with an imaginary line to a point on the southwest corner of the Ty Wayne and Donna G. Mathis .025 acre split parcel (91-98-50) which was created within the interior of Lot No. 14B of the Resubdivision of Lots 14 & 15 of the Walnut Grove Woodlands Subdivision, Section "C" (PB 114, PG 38) by the 1991 annexation of Cordova; thence northwardly with the westerly property lines of the said Mathis .025 acre split parcel and the Charlie McCrory .531 acre parcel (91-98-49) to a point on the southeast corner of the Walnut Grove Lake Subdivision, Section "D" (PB 45, PG 22); thence westwardly with the southerly boundary line of the said Section "D" and the most northerly southerly boundary line of the Walnut Grove Lake Subdivision, Section "E" (PB 53, PG 23) to a point on the easterly boundary line of the said Section "E"; thence southwardly with the easterly boundary line of the Walnut Grove Subdivision, Section "E" and the easterly property line of the Walnut Grove LTD 373.88 acre parcel (91-112-05) to a point on the most easterly southeast corner of said parcel; thence westwardly with the most northerly southerly property line of the Walnut Grove LTD 373.88 acre parcel to a point on a easterly property line of said parcel; thence southwardly with said easterly property line of the Walnut Grove LTD 373.88 acre parcel and a southward projection of said easterly property line to its intersection with the mid-stream of the Wolf River Drainage Canal; thence in a generally northwestwardly direction following the mid-stream of the Wolf River Drainage Canal and its meanderings to its intersection with a northward projection of the easterly property line of the Henry W. and Imogene B. Morgan 12.43 acre parcel (80-08-440); thence southwardly with said northward projection and the easterly property of the said Morgan 12.43 acre parcel and a southward projection of said easterly property line across Humphreys Boulevard and continuing southwardly with the easterly property line of the Henry W. and Imogene Morgan 28.42 acre parcel (80-08-222C) and the easterly boundary line of the Poplar Ridge Farms Subdivision, Section "B" (PB 50, PG 54) to a point on the southeast corner of said subdivision, said point also being located on the southeast corner of Lot No. 43 of said subdivision; thence westwardly with the southerly boundary line of the Poplar Ridge Farms Subdivision, Section "C" to a point on the southwest corner of Lot No. 5 of said subdivision, said point also being located on the easterly boundary line of the Quail Hollow Apartments (PB 101,

PG 31); thence southwardly with the easterly boundary line of the Quail Hollow Apartments and a southward projection of said easterly boundary line across Great Oaks Road and continuing southwardly with the easterly boundary line of the Poplar Ridge Farms Subdivision, Section "A" (PB 47, PG 57) to a point on the northerly right-of-way line of Poplar Avenue (U.S. Highway No. 72); thence westwardly with the northerly right-of-way line of Poplar Avenue (U.S. Highway No. 72) to its intersection with a northward projection of the easterly boundary line of the Revised Pine Grove East P.U.D., Phase I (PB103, PG 24); thence southwardly with said northward projection and the easterly boundary line of the Pine Grove East P.U.D., Phase I and a southward projection of said easterly boundary line to a point on the northerly right-of-way line of Poplar Pike; thence eastwardly with the northerly right-of-way line of Poplar Pike to a point on the easterly right-of-way line of a 350 foot Tennessee Valley Authority (TVA) Transmission Line Easement; thence southwardly with the easterly right-of-way line of said Tennessee Valley Authority (TVA) Transmission Line Easement to a point on the northerly right-of-way line of Messick Road; thence eastwardly with the northerly right-of-way line of Messick Road and a eastward projection of said northerly right-of-way line to a point on the easterly property line of the Dorothy S. May 6.068 acre parcel (81-56-03), said point also being located a distance of 175 eastwardly from the centerline of McVay Road, as measured perpendicular thereto; thence southwardly 175 feet east of and parallel to the centerline of McVay Road and with the easterly property lines of the said Dorothy S. May 6.068 acre parcel, the Dorothy S. May .148 acre parcel (81-56-06), the Ralph L. and Donna M. Watts, Jr. 0.654 acre parcel (81-56-08) and a southward projection of the said Watts, Jr. easterly property line across May Woods Lane and continuing southwardly with the easterly property lines of the Dorothy L. May Thompson 0.725 acre parcel (81-56-07) and the Germantown Assembly of God Church 1.392 acre parcel (81-56-02) and a southward projection of the said Assembly of God Church easterly property line to a point on the southerly right-of-way line of Stout Road; thence eastwardly with the southerly right-of-way line of Stout Road to a point on the easterly boundary line of the Keswick Subdivision, Section "J-1" (PB 49, PG 43); thence southwardly with the easterly boundary line of the said Keswick Subdivision, Section "J-1" and a southward projection of said easterly boundary line across Farindon Drive and continuing southwardly with the easterly boundary line of the McVay Place Subdivision, Sections "C", "D" and "E" to a point on the northerly boundary line of the Brierlie Subdivision, Section "B" (PB 61, PG 59); thence eastwardly with the northerly boundary line of the Brierlie Subdivision, Section "B" to a point on the northeast corner of Lot No. 101 (81-74-01) of said subdivision; thence southwardly with the easterly property line of said Lot No. 101 to a point on the northerly right-of-way line of Timberlane Lane; thence southeastwardly crossing Timberlane Lane to a point on the northeast corner of Lot No. 107 (81-75-05) of the Brierlie Subdivision, Section "B"; thence southwardly with the easterly property line of Lot No. 107 to a point on the northerly property line of Lot No. 108 (81-75-08) of said subdivision; thence in a generally eastwardly direction with the northerly property lines of Lot No.s 108, 109 (81-75-07), 110 (81-75-08) and 111 (81-75-09) of the Brierlie Subdivision, Section "B" to a point on the westerly right-of-way line of Woffington Lane; thence northeastwardly crossing Woffington Lane to a point on the northwest corner of Lot No. 120 (81-76-05) of the Brierlie Subdivision, Section "B"; thence in a generally eastwardly direction with the northerly property lines of Lot No.s 120, 121 (81-76-06) and 122 (81-76-07) of the Brierlie Subdivision, Section "B" to a point on the westerly property line of Lot No. 124 (81-76-09) of said subdivision; thence northeastwardly with the westerly property lines of Lot No.s 124 and 125 (81-76-10) of the Brierlie Subdivision, Section "B" to a point on the northwest corner of Lot No. 126 (81-76-11) of said subdivision; thence northeastwardly with the northerly property lines of Lot No.s

126, 130 (81-76-15), 131 (81-76-17) and 132 (81-76-18) to a point on the westerly property line of the Homer A. and Joyce G. Formby 0.59 acre parcel (81-76-20); thence northwestwardly with the westerly property line of the said Formby 0.59 acre parcel to a point on the northwest corner of said parcel; thence northeastwardly with the northerly property lines of the said Formby 0.59 acre parcel, the Homer A. and Joyce G. Formby 1.789 acre parcel (81-76-22), the Jerry W. and Edna P. Cobb 0.689 acre parcel (81-76-23), the Homer A. and Joyce G. Formby 1.24 acre parcel (81-76-24) and a eastward projection of the northerly property line of the said Formby 1.24 acre parcel to a point on the easterly right-of-way line of Cotton Plant Road; thence southwardly with the easterly right-of-way line of Cotton Plant Road to a point on the northerly right-of-way line of Crestridge Road; thence eastwardly with the northerly right-of-way line of Crestridge Road and a eastward projection of said northerly right-of-way line to a point on the easterly right-of-way line of Germantown Road; thence southwardly with the easterly right-of-way line of Germantown Road to a point on the northwest corner of the Roseleigh Subdivision (PB 107, PG 32); thence eastwardly with the northerly boundary lines of the said Roseleigh Subdivision and the Roseleigh Subdivision, First Addition (PB 124, PG 30) to a point on the northeast corner of said subdivision, said point also being on the westerly right-of-way line of Cross Country Drive; thence southwardly with the westerly right-of-way line of Cross Country Drive to a point on a northerly property line of the Oscar W. and Mildred B. Cummings 5.301 acre parcel (81-79-11); thence eastwardly with the northerly property lines of the said Cummings 5.301 acre parcel and the Carrie C. Sullivan 124.97 acre parcel (81-79-04) and a eastward projection of said northerly property line to a point on the easterly right-of-way line of Hacks Cross Road; thence northwardly with the easterly right-of-way line of Hacks Cross Road to a point on the southerly boundary line of the Germantown Station Subdivision, Section "B" (PB 73, PG 62), said point also being on the existing Germantown City Limits; thence eastwardly with the southerly boundary line of the said Germantown Station Subdivision and the existing Germantown City Limits to a point on the southerly right-of-way line of the Southern Railroad; thence southeastwardly with the southerly right-of-way line of the Southern Railroad and the existing Germantown City Limits to its intersection with a northeastward projection of the northwesterly boundary line of the Southwind Planned Development, Phase 38, Part of Parcel 7 (PB 155, PG 58); thence southwestwardly, crossing C. D. Smith Road, to a point on the most northerly northwest corner of the said Southwind Planned Development, Phase 38, Part of Parcel 7; thence continuing southwestwardly following the northwesterly boundary line of the said Southwind Planned Development, Phase 38, Part of Parcel 7 to a point on the most northerly northeast corner of the Southwind Planned Development, Phase 36, Part of Parcel 7 (PB 150, PG 47); thence continuing southwestwardly along the northwesterly boundary line of the said Southwind Planned Development, Phase 36, Part of Parcel 7 to a point on the northeasterly right-of-way line of Players Club Parkway; thence southeastwardly along the northeasterly right-of-way line of Players Club Parkway to its intersection at a point on the northerly right-of-way line of Tournament Drive; thence eastwardly along the northerly right-of-way line of Tournament Drive to a point at the northwest corner property line of the Southwind Residential Properties Association Incorporation 4.83 acre parcel (D2-42-118); thence southwardly, crossing Tournament Drive, along the westerly property line of the said Southwind Residential Properties Association Incorporation 4.83 acre parcel to a point on the southwest corner property line of said parcel, said point being on the southerly right-of-way line of Tournament Drive; thence eastwardly along the southerly property line of the Southwind Residential Properties Association Incorporation 4.83 acre parcel to a point on the northwest corner of The Fairways Planned Unit Development, Phase 7, Parcel "8A" (PB 114, PG 9); thence southwardly along the westerly

boundary line of The Fairways Planned Unit Development, Phase 7, Parcel "8A" to a point on the southwest corner of said Planned Unit Development; thence southwestwardly along the southeasterly property line of the Shadow Creek Owners Association 1.8 acre parcel (D2-42-326) to a point on the southwest corner property line of said parcel; thence southwestwardly along the southeasterly property line of the Highlands / Tennessee Holdings LP 4.7 acre parcel (D2-42-295) to a point on the most southerly southeast corner property line of said parcel; thence westwardly along the southerly property line of the said Highlands / Tennessee Holdings LP 4.7 acre parcel to a point on the easterly right-of-way line of Players Club Parkway; thence southwardly along the easterly right-of-way line of Players Club Parkway to its intersection with the eastward projection of the northerly property line of the Tournament Players Club at Southwind Incorporated 56.81 acre parcel (D2-42-114); thence westwardly, crossing Players Club Parkway, to a point on the northeast corner property line of the Tournament Players Club at Southwind Incorporated 56.81 acre parcel; thence continuing westwardly along the northerly property line of the Tournament Players Club at Southwind Incorporated 56.81 acre parcel to a point located at the northwest corner property line of the said 56.81 acre parcel, said also being located a distance of 300 feet eastwardly from the centerline of Hacks Cross Road, as measured perpendicular thereto; thence southwardly with easterly property line of the said 56.81 acre parcel to a point on the northerly boundary line of the Southwind Planned Development, 3rd Amendment, Phase 56, Parcel 2 (PB 183, PG 55); thence in a generally southeastwardly and northeastwardly direction along the northerly boundary line of the Southwind Planned Development, 3rd Amendment, Phase 56, Parcel 2 to a point on the southwest corner of the Mid-Am Apts. L.P. (AKA Lincoln on the Green at Southwind Apartments) 26.99 acre parcel (D2-42-138C); thence eastwardly along the southerly property line of said Mid-Am Apts. L.P. 26.99 acre parcel to a point on the southeast corner of said parcel; thence northwardly along the easterly property line of the said 26.99 acre parcel to its point of intersection with the westwardly projection of the northerly property line of the Industrial Development Board of the City of Memphis and County of Shelby (AKA Nike) 37.01 acre parcel (D2-42-60C); thence eastwardly, crossing the Avenue of Commerce right-of-way, to a point on the northwest corner of the Industrial Development Board of the City of Memphis and County of Shelby (AKA Nike) 37.01 acre parcel (D2-42-60C); thence eastwardly along the northerly property line of said Industrial Development Board of the City of Memphis and County of Shelby 37.01 acre parcel to a point on the northeast corner of said Industrial Development Board 37.01 acre parcel; thence southwardly along the easterly property line of said Industrial Development Board of the City of Memphis and County of Shelby 37.01 acre parcel to a point on the northwest corner of Southwind Planned Development, Phase 57, Part of Parcel 9 (PB 171, PG 11); thence eastwardly along the northerly boundary line of the Southwind Planned Development, Phase 57, Part of Parcel 9 to a point on the southeast corner of Southwind Planned Development, Phase 69, Part of Parcel 10 (PB 213, PG 17); thence northwardly along the easterly boundary line of the said Southwind Planned Development, Phase 69, Part of Parcel 10 to its intersection at a point on the southwest corner property line of Southwind Residential Properties Association Incorporated .01 acre parcel (D2-42Q-B49); thence eastwardly along the southerly property line of said .01 acre parcel to a point on the most southerly southwest corner of the Southwind Planned Development, Phase 39, Parcel 10, The Golf Villas at Southwind (PB 165, PG 6); thence eastwardly along the southerly boundary line of the said Southwind Planned Development, Phase 39, Parcel 10, The Golf Villas at Southwind to its intersection with the westerly right-of-way line of Tournament Drive; thence in a generally northeastwardly direction along the westerly right-of-way of Tournament Drive to its intersection with the Southwind LP 1.68 acre parcel (D2-

42Q-A38) Private Drive – Lot “D” Southwind Planned Development, Phase 39, Parcel 10, The Golf Villas at Southwind (PB 165, PG 6); thence eastwardly along the most southerly property line of said 1.68 acre parcel to a point on the west property line of the Lot No. 32 (D2-42PB-32) of the Southwind Planned Development, Phase 34, Section “E”, Part of Parcels 14 & 16 (PB 142, PG 38); thence in a generally southwardly direction along the meanderings of the easterly right-of-way of Tournament Drive and the westerly boundary line of the Southwind Planned Development, Phase 34, Section “E”, Part of Parcels 14 & 16 (PB 142, PG 38) to a point on the northwest corner of the Christ the Rock Church 20 acre parcel (D2-42-221); thence southwardly along the westerly boundary line of said 20 acre parcel and along the easterly right-of-way line of Tournament Drive to its intersection with the northerly right-of-way of Winchester Road; thence continuing southwardly, crossing Winchester Road, along the southerly projection of the easterly right-of-way of Tournament Drive to its intersection with the northerly property line of the Industrial Development Board of the City of Memphis and County of Shelby 5.05 acre parcel (D2-42-351), said point being the southerly right-of-way of Winchester Road; thence eastwardly along the northerly property line of 5.05 acre parcel (D2-42-351) to a point on the northeast corner of said parcel; thence southwardly along the most easterly property line of said 5.05 acre parcel to a point on the most northerly southeast corner of said 5.05 acre parcel; thence westwardly along the most northerly southerly property line of said 5.05 acre parcel to a point on the most westerly easterly property line of said 5.05 acre parcel; thence in a generally southwardly direction along the most westerly easterly property line of said 5.05 acre parcel to a point on the most southerly southeast corner of said 5.05 acre parcel; thence southwestwardly along the most southerly southeasterly property line of said 5.05 acre parcel to its intersection with the easterly property line of Windyke Country Club Incorporated 349.13 acre parcel (D2-42-391); thence in a generally southeastwardly direction along the northeasterly property line of said 349.13 acre parcel to a point on the southwest corner of the Windyke Park Planned Development Outline Plan (PB 147, PG 21); thence in an eastwardly direction along the southerly boundary line of said Outline Plan to a point on the most easterly northeast corner of the Windyke Country Club Incorporated 349.13 acre parcel (D2-42-391); thence in a generally southwestwardly direction following the easterly property line of the said 349.13 acre parcel to a point on the southeast corner of said parcel; thence westwardly with the southerly property line of the Windyke Country Club parcel to a point on the most easterly southwest corner of said parcel; thence northwardly and northwestwardly with the most easterly westerly property line of the Windyke Country Club parcel to a point on the most northerly southerly property line of said parcel; thence westwardly and southwestwardly with the most northerly southerly property line of the Windyke Country Club parcel to a point on the most westerly easterly property line of said parcel; thence southwardly with the most westerly easterly property line of the Windyke Country Club parcel to a point on the most westerly southeast corner of said parcel; thence northwestwardly with the southerly property line of the Windyke Country Club parcel to a point on the southeast corner of Lot No. 97 (D2-42M-B10) of the King's Mill At Windyke Subdivision, Section "B" (PB 118, PG 37); thence northwestwardly with the most easterly boundary line of the said King's Mill At Windyke Subdivision, Section "B" to a point on the northeast corner property line of the Martha A. Lorren .20 acre parcel (D2-42M-B21C); thence northwardly and northwestwardly along the most easterly and northeasterly boundary line of the King's Mill At Windyke Subdivision, Section "C" (PB 110, PG 12) to a point on the most easterly southeast corner of Lot No. 33 of the Kings Mill at Windyke Subdivision, Section “A” (PB 158, PG 64); thence northwestwardly along the northeasterly boundary line of the Kings Mill at Windyke Subdivision, Section “A” to a point on the southeast corner of the Windyke

Hills Subdivision, Section "B", First Addition (PB 61, PG 11); thence northwardly along the westerly boundary line of the Windyke Hills Subdivision, Section "B", First Addition to a point on the southeast corner of the Windyke Hills Subdivision, Section "A" (PB 127, PG 91); thence northwardly along the westerly boundary line of the Windyke Hills Subdivision, Section "A" to a point on the most southerly southwest corner of Lot No. 13 (D2-42RA-13) of said subdivision; thence easterly along the most northerly southerly boundary line of the Windyke Hills Subdivision, Section "A" to a point on the southeasterly property line of Lot No. 5 (D2-42RA-5C) of said subdivision; thence northwardly along the most easterly boundary line of the said Windyke Hills Subdivision, Section "A" to a point on the southerly right-of-way of Winchester Road; thence westwardly with the southerly right-of-way of Winchester Road to a point on the northeast corner of the Hacks Cross / Winchester Planned Development (PB 151, PG 59); thence southwardly with the easterly boundary line of the Hacks Cross / Winchester Planned Development to a point on the northeast corner of the Malco Subdivision, Section "A" (PB 94, PG 51); thence westwardly with the northerly boundary line of the Malco Subdivision, Section "A" to a point on the northwest corner of the said subdivision; thence southwardly with the westerly boundary line of the Malco Subdivision, Section "A" to a point on the southwest corner of the said subdivision; thence southwardly, crossing Misty Meadows Lane, to a point on the northwest corner of the Windyke Estates Subdivision, Section "B" (PB 71, PG 18); thence continuing southwardly along the westerly boundary line of the Windyke Estates Subdivision, Section "B" to a point on the southwesterly property line of Lot No. 58 (D2-42NB-21) of said subdivision; thence southeastwardly following the southerly boundary line of the Windyke Estates Subdivision, Section "B" to a point on the southwest corner of the Windyke Estates Subdivision, Section "C" (PB 59, PG 45); thence continuing southeastwardly following the southerly boundary line of the Windyke Estates Subdivision, Section "C" to a point on the southwest corner of the Windyke Estates Subdivision, Section "D" (PB 72, PG 60); thence continuing southeastwardly following the southerly boundary line of the Windyke Estates Subdivision, Section "D" to a point on the southwest corner of the Windyke Hills Subdivision, Revocation Plat, Section "C", First Addition (PB 183, PG 47); thence continuing southeastwardly following the southerly boundary line of the Windyke Hills Subdivision, Revocation Plat, Section "C", First Addition to a point on the southeast corner of the said Windyke Hills Subdivision, Revocation Plat, Section "C", First Addition; thence southwestwardly following the southwestward projection of the eastern terminus of Windyke Drive and the easterly boundary line of the said Windyke Hills Subdivision, Revocation Plat, Section "C", First Addition to its intersection with the mid-stream of the Nonconnah Creek Drainage Canal; thence northwestwardly with the mid-stream of Nonconnah Creek Drainage Canal and its meanderings to its intersection with the easterly right-of-way of Hacks Cross Road; thence northwardly with the easterly right-of-way of Hacks Cross Road to its intersection with a eastward projection of the southerly boundary line of the Winchester / Hacks Cross Planned Development, Phase 7, Area "D-1" (PB 191, PG 25); thence westwardly with the said eastward projection and the southerly boundary line of the Winchester / Hacks Cross Planned Development, Phase 7, Area "D-1" to a point on the southwest corner of said Planned Development (PB 191, PG 25); thence in a generally northwardly direction following the westerly boundary line of the Winchester / Hacks Cross Planned Development, Phase 7, Area "D-1" to a point 300 feet southwardly of the centerline of Winchester Road, as measured perpendicular thereto; thence westwardly with an imaginary line 300 feet southwardly from and parallel to the centerline of Winchester Road, to its intersection with the westerly right-of-way line of Nonconnah Parkway; thence southwardly with the westerly right-of-way line of

Nonconnah Parkway to a point on the southeast corner of Winchester/Nonconnah Parkway Planned Development, Phase 1 (PB 210, PG 37), said point also being the center or midstream of Nonconnah Creek Drainage Canal; thence northwestwardly following the midstream or centerline of the Nonconnah Creek Drainage Canal and its meanderings to its intersection with a northward projection of the westerly property line of the Steven Stansell 333.93 acre parcel (D2-42-127); thence southwardly along said northward projection and the westerly property line of the said Steven Stansell 333.93 acre parcel, the Roy E. and Patricia B. Elliot 3.74 acre parcel (D2-42-296), a continuation of the aforementioned Steven Stansell 333.93 acre parcel and the Steven Stansell Properties, Inc. 36.19 acre parcel (D2-42-128) to a point on the northerly property line of the Eulyee M. Smith and E.T. Hutton 17.31 acre parcel (D2-41-284); thence westwardly along said northerly property line of the Eulyee M. Smith and E.T. Hutton 17.31 acre parcel to a point in the southeast corner of TipTree Park Subdivision, Section "G" (PB 97, PG 48); thence westwardly along the southerly boundary line of the said TipTree Park Subdivision, Section "G" and the TipTree Park Subdivision, Section "C" (PB 87, PG 42) to a point on the easterly boundary of the TipTree Park Subdivision, Section "H" (PB 106, PG 24); thence southwardly along the easterly boundary line of the said TipTree Park Subdivision, Section "H" to its intersection with the easterly right-of-way line of Germantown Road; thence southwardly along the easterly right-of-way line of Germantown Road to its intersection with an eastwardly projection of the southerly boundary line of the Germantown Oaks Subdivision, Section "B" (PB 76, PG 9); thence westwardly along said eastwardly projection and the southerly boundary line of the said Germantown Oaks Subdivision, Section "B" to a point on the easterly boundary line of the Green Creek Subdivision, Section "B" (PB 92, PG 11); thence southwardly along the easterly boundary line of the Green Creek Subdivision, Section "B" to a point on the southerly boundary line of said subdivision; thence in a generally southwestwardly direction along the southerly boundary line of the Green Creek Subdivision, Section "B" to a point on the easterly property line of the Mamie Entrikin 54.99 acre parcel (D2-55-136); thence southwardly along the easterly property line of the Mamie Entrikin 54.99 acre parcel and a southwardly projection of said line to a point on the southerly right-of-way line of Shelby Drive; thence westwardly along the southerly right-of-way line of Shelby Drive to a point on the westerly boundary line of the Village of Knots Landing Subdivision, Section "B" (PB 120, PG 93); thence southwardly along the westerly boundary line of the Village of Knots Landing Subdivision, Section "B" and a southwardly projection of said westerly line to a point on the southeastwardly right-of-way line of Gleneagles Drive; thence southwestwardly along the southeastwardly right-of-way line of Gleneagles Drive to a point on the westerly property line of the Village of Knots Landing Subdivision, Section "A" (PB 121, PG 53); thence southeastwardly along the westerly property line of the Village of Knots Landing Subdivision, Section "A" to a point on the northerly boundary line of the Village of Germantown Acres in the Villages of Bennington Subdivision (PB 88, PG 41); thence southwestwardly along the northerly boundary line of the Village of Germantown Acres in the Villages of Bennington Subdivision to a point on the easterly right-of-way line of Germantown Road Extended; thence southwardly along the easterly right-of-way line of Germantown Road Extended to its intersection with an eastwardly projection of the southerly boundary line of the Village of Hedgerow in the Villages of Bennington Subdivision (PB 85, PG 21); thence westwardly along said eastwardly projection to a point on the southeast corner of said Village of Hedgerow in the Villages of Bennington Subdivision; thence in a generally westwardly direction along the southerly boundary line of the Village of Hedgerow in the Villages of Bennington Subdivision to a point on the southwest corner of Lot 65 of said subdivision; thence northwestwardly along an imaginary line to a point on the southeast corner

of the Ross Road Church of Christ 4.81 acre tract (D2-55-182); thence westwardly along the southerly property line of Ross Road Church of Christ 4.81 acre tract to a point on the easterly right-of-way line of Ross Road; thence southwardly along the easterly right-of-way line of Ross Road to its intersection with an eastwardly projection of the northerly boundary line of the Greenbrier Manor Subdivision, Section "A" (PB 78, PG 10); thence westwardly along the eastwardly projection and the northerly boundary line of the Greenbrier Manor Subdivision, Section "A", "B" (PB 90, PG 16), "C" (PB 94, PG8), and "D" (PB 101, PG6) to a point on the easterly right-of-way line of Crumpler Road; thence southwardly with the easterly right-of-way line of Crumpler Road to its intersection with the eastwardly projection of the northerly boundary line of the Ragan Farms Subdivision, Section "A" (PB 145, PG 10); thence westwardly with said eastwardly projection and the northerly boundary line of the Ragan Farms Subdivision, Section "A" and Section "B" (PB 151, PG 35) to a point on the northwest corner of said Section "B"; thence southwestwardly along the westerly boundary line of the said Ragan Farms Subdivision, Section "B" to a point on the most northerly-southerly boundary line of said subdivision; thence eastwardly along the most northerly-southerly boundary line of the Ragan Farms Subdivision, Section "B" to a point on the most easterly-westerly boundary line of said subdivision; thence in a generally southwardly direction following the most easterly-westerly boundary line of the Ragan Farms Subdivision, Section "B" to a point on the northerly right-of-way line of Ragan Farm Drive; thence southwestwardly with the northerly right-of-way line of Ragan Farm Drive to a point on the western terminus of said drive, as dedicated by the Ragan Farm Subdivision, Section "B", said point also being located on the northwest corner of the Shelby County Conservation Board 17.0 acre parcel (D02-55-578); thence southwardly with the westerly property line of the Shelby County Conservation Board 17.0 acre parcel to a point on the southwest corner of said parcel; thence eastwardly with the southerly property lines of the said Shelby County Conservation Board 17.0 acre parcel and the Shelby County Conservation Board 6.09 acre parcel (D02-55-573) and an eastwardly projection of said property line to a point on the easterly right-of-way line Crumpler Road; thence southwardly with the easterly right-of-way line Crumpler Road to a point on the Tennessee-Mississippi Sate Line; thence westwardly with the Tennessee-Mississippi Sate Line to a point on the westerly right-of-way line of Davidson Road, said point also being located on the southeast corner of the Davidson Estates Subdivision (PB 111, PG 40); thence northwardly with the westerly right-of-way line of Davidson Road and the easterly boundary line of the Davidson Estates Subdivision to a point on the northeast corner of said subdivision; thence westwardly with the northerly boundary line of the Davidson Estates Subdivision to a point on the northwest corner of said subdivision; thence southwardly with the westerly boundary line of the Davidson Estates Subdivision to a point on the Tennessee-Mississippi Sate Line; thence westwardly with the Tennessee-Mississippi State Line to its intersection with the mid-stream of the Mississippi River, said point of intersection being the point of beginning.

Area Containing 346.6 Square Miles

**THREE AREAS OF SHELBY COUNTY LYING WITHIN,
BUT NOT A PART OF THE CITY OF MEMPHIS, TENNESSEE**

The following two areas (Areas I & II) of Shelby County, landlocked within the Corporate Limits of the City of Memphis and created by the 1992 Wolf River North Annexation (Area 36), remain separate, apart and excluded from the foregoing Composite Description of the Boundary

Lines of the City of Memphis, Tennessee, said areas being more particularly described as follows:

AREA I: EAST OF GERMANTOWN PARKWAY - SOUTH OF WALNUT BEND ROAD - WEST OF GERMAN CREEK ROAD.

Beginning at a point on the southeasterly right-of-way line of Walnut Bend Road, said point being located on the northwest corner of the Walnut Bend Office Center Subdivision (PB 95, PG 29); thence northeastwardly with the southeasterly right-of-way line of Walnut Bend Road to a point on the northeast corner of the Walnut Bend Office Center Subdivision; thence southeastwardly with the easterly boundary line of the Walnut Bend Office Center Subdivision to a point on the southeast corner of said subdivision; thence southwestwardly with the southerly boundary line of the Walnut Bend Office Center Subdivision to a point on the southwest corner of said Subdivision; thence northwestwardly with the westerly boundary line of the Walnut Bend Office Center Subdivision to a point on the northwest corner of said subdivision, said point also being the point of beginning.

AREA II: EAST OF GERMANTOWN PARKWAY - SOUTH OF WALNUT BEND ROAD - WEST OF VIKING DRIVE.

Beginning at a point, said point being the intersection of a southwestward projection of the northerly property line of the James W. Gower 7.23 acre parcel (D2-20-292) with the westerly right-of-way line of German Creek Drive; thence northeastwardly with said southwestward projection and the northerly property line of the Gower 7.23 acre parcel to a point on the westerly boundary line of the Planters Grove Subdivision, Section "T-4" (PB 73, PG 55); thence southeastwardly with the westerly boundary line of the said Planters Grove Subdivision, Section "T-4" to a point on the southwest corner of said Subdivision; thence northeastwardly with the southerly boundary line of the Planters Grove Subdivision, Section "T-4" to its intersection with a northward projection of the easterly boundary line of the Walnut Grove Lake Subdivision, Section "H-I" (PB 106, PG 51); thence southwardly and southeastwardly with said northward projection and the easterly boundary line of the Walnut Grove Lake Subdivision, Section "H-I" to a point on the southeast corner of said subdivision; thence southwestwardly with the southerly boundary line of the Walnut Grove Lake Subdivision, Section "H-I" to a point on the southwest corner of said subdivision; thence northwestwardly with the westerly boundary line of the Walnut Grove Lake Subdivision, Section "H-I" to a point on the southerly right-of-way line of Dirks Cairn Drive; thence southwestwardly with the southerly right-of-way line of Dirks Cairn Drive to a point on the westerly boundary line of the Walnut Grove Lake Subdivision, Section "H-I"; thence northwestwardly with the westerly boundary line of the Walnut Grove Lake Subdivision, Section "H-I" to a point on the southeasterly boundary line of the Walnut Bend Subdivision, Section "A" (PB 113, PG 52); thence southwestwardly with the southeasterly boundary lines of the Walnut Bend Subdivision, Sections "A", Section "B" (PB 113, PG 54) and Section "C" (PB 119, PG 84) to a point on the most southerly southwest corner of Section "C" of said subdivision; thence northwestwardly with the southwesterly boundary line of the Walnut Bend Subdivision, Section "C" to a point on the southeast corner of Lot No. 50 (D2-20SA-21) of said subdivision; thence southwestwardly with the southeasterly property lines of said Lot No. 50 and Lot No. 49 (D2-20SA-20) of the Walnut Bend Subdivision, Section "C" to a point on the southeast corner of Lot No. 48 (D2-20SA-19) of said subdivision; thence westwardly and northwestwardly with the southerly property lines of Lot No. 48 and Lot No. 47 (D2-20SA-18) of the Walnut Bend Subdivision, Section "C" to a point on the southwest corner of Lot No. 46

(D2-20SA-17) of said subdivision; thence northwestwardly and northwardly with the westerly property lines of Lot No. 46 and Lot No. 45 (D2-20SA-16) of the Walnut Bend Subdivision, Section "C" to a point on the northwest corner of said Lot No. 45, said point also being located on the northerly boundary line of the Walnut Bend Subdivision, Section "C"; thence northeastwardly with the northerly boundary lines of the Walnut Bend Subdivision, Section "C" and Section "B" to a point on the southwesterly right-of-way line of German Creek Drive; thence northwestwardly with the southwesterly right-of-way line of German Creek Drive to its intersection with a southwestward projection of the northerly property line of the James W. Gower 7.23 acre parcel, said point of intersection being the point of beginning.

The following area (Area III) of Shelby County, landlocked within the Corporate Limits of the City of Memphis and created by the April 30, 2002 Bridgewater-Countrywood-Eads Annexation (Area 39), remains separate, apart and excluded from the foregoing Composite Description of the Boundary Lines of the City of Memphis, Tennessee, said area being more particularly described as follows:

AREA III: WEST OF WHITTEN ROAD - NORTH OF CSX RAILROAD – SOUTH OF INTERSTATE HIGHWAY NO. 40.

Beginning at a point in the existing Memphis City Limits, said point being the intersection of the easterly right-of-way line of Whitten (WMC) Road with the northerly right-of-way line of the CSX Railroad; thence northwardly with the existing Memphis City Limits and the easterly right-of-way line of Whitten (WMC) Road to a point on the southeasterly right-of-way line of Interstate Highway No. 40; thence northeastwardly with the southeasterly right-of-way line of Interstate Highway No. 40 to a point on the westerly right-of-way line of Appling Road, said point also being located on the western boundary of Bridgewater - Countrywood - Eads (Annexation Area No. 39) as was previously approved for annexation to the City of Memphis by the Memphis City Council; thence in a generally southerly direction following the western boundary of Bridgewater - Countrywood - Eads (Area No. 39) as previously annexed by the City of Memphis to a point on the northerly right-of-way line of Autumn Creek Drive, said point also being located on the existing Memphis City Limits; thence in a generally westerly direction following the existing Memphis City Limits and its meanderings to a point on the easterly right-of-way line of Whitten (WMC) Road, said point being the point of beginning.

Appendix C

Municipally-Owned Utility

Appendix C. Municipally-owned utility.

Article 65 of the Charter of the Former City of Memphis and Ordinance No. 3054 Adopted by Memphis City Council on September 2, 1980 and Approved by Voter Referendum Election on November 4, 1980:

ARTICLE 65. LIGHT, GAS AND WATER DIVISION

- Sec. 666. -Control and management of municipal electric, gas and water utilities.
- Sec. 667. -Composition of division and board of light, gas and water commissioners; bond and oath of commissioners.
- Sec. 668. -Appointment and terms of commissioners.
- Sec. 669. -Designation and terms of president and vice-president.
- Sec. 670. -Meetings of commissioners; quorum.
- Sec. 671. -Salary of president; vice-president and other commissioners.
- Sec. 672. -President to devote entire time to office; general powers and duties of president.
- Sec. 673. -Duties of vice-president; right of vice-president to serve as chief engineer.
- Sec. 674. -Selection, duties, etc., of chief engineer, secretary and attorneys.
- Sec. 675. -Employment, salaries, etc., of other subordinate officers and employees.
- Sec. 676. -Bonds of officers, agents and employees.
- Sec. 677. -Authority to construct, operate, etc., electric system; purchase of electricity.
- Sec. 678. -Authority to construct, operate, etc., gas system; purchase of gas.
- Sec. 679. -Authority to construct, operate, etc., water system.
- Sec. 680. -Service rates.
- Sec. 681. -Authority of commissioners as to contracts generally.
- Sec. 682. -Use of rights of way, easements, etc., held by state, county or other municipality.
- Sec. 683. -Rules and regulations of commissioners.
- Sec. 684. -Right of condemnation.
- Sec. 685. -Removal of commissioners.
- Sec. 686. -Restriction as to issuance of bonds or notes, incurring indebtedness, etc.
- Sec. 687. -Separate books and accounts to be kept on electric, gas and water operations.
- Sec. 688. -Divisions to be operated independent of each other; exception.
- Sec. 689. -Moneys and funds of one division may be loaned to another; restriction.
- Sec. 690. -Authority to create revolving fund; loans to property owners for purpose of making service connections.
- Sec. 691. -Disposition of revenue of light division.
- Sec. 692. -Disposition of revenue of water division.
- Sec. 693. -Disposition of revenue of gas division.
- Sec. 694. -Investment and reinvestment of funds or reserves.
- Sec. 695. -Designation of member of city commission to attend meetings.
- Sec. 696. -City, school board, hospital, crematory, police stations, etc., to be furnished water free of charge.
- Sec. 697. -City and its governmental agencies to be furnished electric current and gas; payment to be based on prevailing rate scales.
- Sec. 698. -Act not to impair existing obligations; existing contracts binding upon division.
- Sec. 699. -Construction of Act.

Sec. 666. -Control and management of municipal electric, gas and water utilities. Any municipal utility system or systems heretofore or hereafter acquired by the City of Memphis for the manufacture, production, distribution or sale of electricity, natural or artificial gas, or water, and the properties, agencies and facilities used for any such purpose or purposes, shall be under the jurisdiction, control and management of [the] Memphis light, gas and water division, to be constituted and conducted as hereinafter set forth.
(Priv. Acts 1939, ch. 381, § 1)

Sec. 667. -Composition of division and board of light, gas and water commissioners; bond and oath of commissioners.

The Memphis light, gas and water division shall consist of a board of light, gas and water commissioners composed of five members, and such subordinate officers and employees as may be selected by said board of light, gas and water commissioner as hereinafter provided.

Each member of said board shall give bond in the sum of ten thousand dollars (\$10,000.00), with good securities, conditioned to faithfully perform the duties of his office, and shall take and subscribe an oath to uphold the Constitution of the United States and of the State of Tennessee, and faithfully to discharge the duties of his office. Said bonds shall be acceptable to and approved by the board of commissioners of the City of Memphis, and said oath and bond shall be filed with the comptroller of the City of Memphis.

(Priv. Acts 1939, ch. 381, § 2; Priv. Acts 1945, ch. 422, § 1; Priv. Acts 1951, ch. 388, § 1)

Cross reference—Bonds of officers and employees, § 178.

Sec. 668. -Appointment and terms of commissioners.

(a) The first board of light, gas and water commissioners shall be the members of the present board of light and water commissioners, as now constituted, who shall serve until the expiration of their present respective terms of office, and until their respective successors are duly elected and qualified, and upon the expiration of their respective terms of office their successors shall be elected by the board of commissioners of the City of Memphis and shall serve for a term of three years, unless sooner removed; and in the event of a vacancy occurring by death, resignation or removal of any of said light, gas and water commissioners, their successors shall be elected only to fill the unexpired term of such commissioner. (Priv. Acts 1939, ch. 381, § 10; Priv. Acts 1941, ch. 327, § 1; Priv. Acts 1951, ch. 388, § 2)

(b) The board of five members provided in section 1 above [section 667] shall be the present members of the board of light, gas and water commissioners as now constituted, and two additional members to be elected by the board of commissioners of the City of Memphis, all of whom shall serve until the expiration of the terms of the present board of light, gas and water commissioners, June 1, 1951, and until their successors are elected and qualified; and thereafter the board of commissioners of the City of Memphis shall elect two members of said board to serve for a term of three years, two members to serve for a term of two years and one member, who shall serve for a term of one year, and upon the expiration of their respective terms of office, the successors of the board hereby created shall be elected for a term of three years by the board of commissioners of the City of Memphis.

(Priv. Acts 1951, ch. 388, § 3)

Sec. 669. -Designation and terms of president and vice-president.

Immediately upon the qualification of the board of light, gas and water commissioners, the board of commissioners of the City of Memphis shall designate one of the members of said board of

light, gas and water commissioners as president, and the board of light, gas and water commissioners shall select one of its members as vice-president; and the president and vice-president shall hold office as such during the terms for which they are elected as members of the board of light, gas and water commissioners.
(Priv. Acts 1939, ch. 381, § 11)

Sec. 670. -Meetings of commissioners; quorum.

The board of light, gas and water commissioners shall hold regular meetings at least once each week, at a definite time to be fixed by resolution of the board of light, gas and water commissioners, and such special meetings as may be necessary for the transaction of the business of the light, gas and water division. A majority of the board shall constitute a quorum for the transaction of business at any regular or special meeting. Notice of any special meeting may be waived, either before or after the holding thereof; and personal attendance at any special meeting shall constitute a waiver of notice by the members present; and absence of any member from the City of Memphis shall dispense with the necessity of giving such member any notice of any special meeting.
(Priv. Acts 1939, ch. 381, § 11)

Sec. 671. -Salary of president; vice-president and other commissioners.

The salary of the president of said board of light, gas and water commissioners shall be fixed by the board of commissioners of the City of Memphis, to be payable in monthly installments. The salary of the vice-president and other members of said board of light, gas and water commissioners shall be fixed by the board of commissioners of the City of Memphis, payable in monthly installments.
(Priv. Acts 1939, ch. 381, § 11)

Sec. 672. -President to devote entire time to office; general powers and duties of president.

The president of said board of light, gas and water commissioners shall give his entire time and attention to the duties of his office and shall not actively engage in any business or profession not directly connected therewith; and, subject to the regulations of the board of light, gas and water commissioners, shall have general supervision over the operation of said light, gas and water division and of all officers and employees of said light, gas and water division. The president shall keep the board of light, gas and water commissioners advised as to the general operating and financial condition of said light, gas and water division and he shall furnish a monthly report to the board of commissioners of the City of Memphis with regard to the operation, maintenance and financial condition of the light, gas and water division, and from time to time shall furnish such other information to the board of commissioners of the City of Memphis as they may request.
(Priv. Acts 1939, ch. 381, § 11)

Sec. 673. -Duties of vice-president; right of vice-president to serve as chief engineer.

In the event of the death, resignation, removal, disability or absence of the president, the vice-president shall perform all of the duties of president, and may perform such other duties as may be prescribed by the board of light, gas and water commissioners. If the board of light, gas and water commissioners shall by resolution so provide, the vice-president may, subject to the

approval of the board of commissioners of the City of Memphis, serve as chief engineer, in which event the vice-president and chief engineer shall receive such salary as shall be fixed by the board of commissioners of the City of Memphis, payable in monthly installments; provided, the vice-president first selected under the provisions of this Act shall also serve as chief engineer and his term as vice-president and chief engineer shall expire on June 1, 1943, unless a vacancy in said office shall occur before the expiration of said term.

(Priv. Acts 1939, ch. 381, § 11)

Sec. 674. -Selection, duties, etc., of chief engineer, secretary and attorneys.

The board of light, gas and water commissioners shall, as soon as practicable after their qualification and organization, certify the nomination of the following subordinate officers to the board of commissioners of the City of Memphis for approval, and said subordinate officers, after having been approved by the board of commissioners, shall serve at the will and pleasure of the board of light, gas and water commissioners, the salaries of said subordinate officers to be fixed by the board of light, gas and water commissioners subject to approval by the board of commissioners of the City of Memphis, or the duly authorized agent or representative of said board of commissioners of the City of Memphis, to-wit:

(a) Chief engineer. The chief engineer, who shall devote his entire time and attention to the duties of the office and shall not engage in any business or profession not directly connected therewith, and shall be subject to the supervision and direction of the board of light, gas and water commissioners. The chief engineer shall be a competent and qualified engineer and shall perform such duties and render such services as may be required of him by the board of light, gas and water commissioners; provided, the chief engineer may also be the vice-president of the board of light, gas and water commissioners, as hereinabove provided in section 11 [section 673].

(b) Secretary. A secretary, who shall have charge and custody of all books, papers, documents and accounts of the light, gas and water division, and under whose supervision all necessary accounting records shall be kept, and all checks and vouchers prepared. The board of light, gas and water commissioners shall by resolution designate the persons who shall sign checks, and all checks shall be signed and countersigned in such manner as the board of light, gas and water commissioners may provide by resolution. Said secretary shall be required to attend in person or by one of his clerks, all of the meetings of the light, gas and water commissioners, and keep a correct record of all the proceedings of that body, and perform such other duties as may be imposed upon him by the board of light, gas and water commissioners. He shall have such clerical assistance in his work as the said board of light, gas and water commissioners shall deem necessary for the work to be properly performed. He shall make and file a bond in such sum as may be fixed by the board of light, gas and water commissioners and shall take the same oath required of members of the board of light, gas and water commissioners.

(c) Attorneys. One or more attorneys, who shall be practicing attorneys at law, and who shall make and file bonds in such sum as may be fixed by the board of light, gas and water commissioners and take the same oaths required of members of the board of light, gas and water commissioners, and who shall act as general counsel for the light, gas and water division and advise the board of light, gas and water commissioners and other officers of the light, gas and water division in all matters of law which may arise, and who shall prosecute and defend, as the case may be, all suits brought by or against the said light, gas and water division and all suits to which the said board of light, gas and water commissioner shall be parties.

(Priv. Acts 1939, ch. 381, § 12; Priv. Acts 1947, ch. 723, § 1)

Sec. 675. -Employment, salaries, etc., of other subordinate officers and employees.

The board of light, gas and water commissioners shall be authorized to employ such other engineers, superintendents, assistants, consultants and other subordinate officers and employees as may be necessary for the efficient operation of said light, gas and water division, who shall hold office at the will and pleasure of the board of light, gas and water commissioners and shall receive such salaries as may be fixed by the board of light, gas and water commissioners; provided that no salary shall be fixed in excess of the sum of four thousand dollars (\$4,000.00) per annum without the consent and approval of the board of commissioners of the City of Memphis; and provided further that the board of light, gas and water commissioners shall certify to the board of commissioners of the City of Memphis for approval the nomination of all subordinate officers and employees whose salaries shall be fixed in excess of four thousand dollars (\$4,000.00) per annum, but the consent and approval of the board of commissioners to any salary or nomination shall not be necessary where the salary of any subordinate officer or employee shall be less than four thousand dollars (\$4,000.00) per year.

Provided, further, that no salaries, fees or other compensation in excess of four thousand dollars (\$4,000.00) shall be paid by the board of light, gas and water commissioners, to engineers, auditors, attorneys, consultants, or any others employed to render extraordinary services to the light, gas and water division, unless such salaries, fees or compensation are approved by the board of commissioners of the City of Memphis or the duly authorized agent or representative of said board of commissioners of the City of Memphis.

(Priv. Acts 1939, ch. 381, § 13; Priv. Acts 1947, ch. 723, § 2)

Sec. 676. -Bonds of officers, agents and employees.

The Memphis light, gas and water division, if the board of light, gas and water division commissioners so elect, may insure the fidelity of any or all of its officers, agents, attorneys or employees, or may require them, or any of them, to execute bond; and the premium on any bond required by this Act, or on any of the aforesaid bonds that may be required by the board of light, gas and water commissioners, or the premium on any fidelity insurance, shall be paid out of the funds of Memphis light, gas and water division and be charged to operating expenses, unless the board of light, gas and water commissioners shall otherwise expressly provide by resolution.

(Priv. Acts 1939, ch. 381, § 24)

Cross reference—.Bonds of officers and employees generally, § 178.

Sec. 677. -Authority to construct, operate, etc., electric system; purchase of electricity.

The said board of light, gas and water commissioners shall have the power and authority to construct, purchase, improve, operate and maintain, within the corporate limits of the City of Memphis or elsewhere within the limits of Shelby County, an electric plant or system, including without limitation, power plants, transmission lines, substations, feeders, primary and secondary distribution lines, including turbines, engines, pumps, boilers, generators, converters, switchboards, transformers, poles, conduits, wires, cables, lamps, fixtures, accessory apparatus, buildings and lands, right of way and easements, and all other appurtenances usual to such plants for the purpose of furnishing electric power and energy for lighting, heating, power or any other purpose for which electric power or energy can be used; provided no such electric plant or system shall be operated within the limits of any incorporated municipality, outside the corporate limits of the City of Memphis, without the consent of the governing body of such incorporated municipality.

Said board of light, gas and water commissioners shall have the power and authority to purchase electric current from the Tennessee Valley Authority or from any other person, firm or corporation as in the judgment of said board of light, gas and water commissioners shall be proper or expedient, and to make any and all contracts necessary and incident to carry out this purpose and to change, alter, renew or discontinue any contracts entered into by them at any time, provided, that the said board of light, gas and water commissioners shall not enter into any contract for the purchase of electricity for a period longer than five years, unless said contract shall have first been approved by the board of commissioners of said City of Memphis.
(Priv. Acts 1939, ch. 381, § 3)

Sec. 678. -Authority to construct, operate, etc., gas system; purchase of gas.

The said board of light, gas and water commissioners shall have the power and authority to construct, purchase, improve, operate and maintain, within the corporate limits of the City of Memphis or elsewhere within the limits of Shelby County, a gas plant or system, including without limitation, all accessory apparatus, buildings and lands, right-of-way and easements, and shall have the power and authority to construct, purchase, improve, operate, maintain, abandon, sell, convey or remove within the corporate limits of the City of Memphis or elsewhere, all other appurtenances to or accessories for such plants, it being the intention of this Act that the distribution or selling of such natural or artificial gas shall be limited to the City of Memphis or elsewhere in Shelby County.

The board of light, gas and water commissioners shall have power and authority to purchase natural gas from the Memphis Natural Gas Company, or from any other person, firm, or corporation as in the judgment of said board of light, gas and water commissioners shall be proper or expedient, and to make any and all contracts necessary and incident to carry out this purpose and to change, alter, renew or discontinue any contracts entered into by them at any time, provided, that the said board of light, gas and water commissioners shall not enter into any contract for the purchase of natural gas for a period longer than five years, unless said contract shall have first been approved by the board of commissioners of said City of Memphis.
(Priv. Acts 1939, ch. 381, § 4; Priv. Acts 1963, ch. 151, § 1)

Sec. 679. -Authority to construct, operate, etc., water system.

The said board of light, gas and water commissioners shall have the power and authority to construct, purchase, improve, operate and maintain, within the corporate limits of the City of Memphis or elsewhere within the limits of Shelby County, a water plant or system, including, without limitation, wells, pumping plants, reservoirs, pipes, and all accessory apparatus, buildings and lands, rights of way and easements, and all other appurtenances usual to such plants or systems, for the purpose of producing, distributing, supplying or selling water to the City of Memphis, or to any person, firm, public or private corporation, or to any other user or consumer, in the City of Memphis or elsewhere in Shelby County.
(Priv. Acts 1939, ch. 381, § 5)

Sec. 680. -Service rates.

Said board of light, gas and water commissioners shall have authority to make a schedule of rates for the several services and for different classes of consumers; and shall make such rates for the service rendered as will enable them at all times to pay operating expenses, interest, sinking funds, reserves for working capital, renewals and replacements, casualties and other fixed charges; but the rates charged users or consumers outside of the City of Memphis shall not

necessarily be as low as the rates within the city. The said light, gas and water commissioners shall have the right to change the schedule of rates for both light, gas and/or water in the city and outside the city, from time to time, as in their judgment may be necessary or proper; provided, that before any change shall be made in rates, the board of light, gas and water commissioners shall be required to present an application to the board of commissioners of the City of Memphis, setting forth the reason for said proposed changes in rates, and said changes in rates shall not become effective until they shall have been approved by said board of commissioners, and provided further, that the board of light, gas and water commissioners and the board of commissioners of the City of Memphis, shall prescribe rates that will be sufficient to pay all bonds or other indebtedness and interest thereon, including reserves therefor, and to provide for all expenses of operation and maintenance of said plants or systems, including reserves therefor. (Priv. Acts 1939, ch. 381, § 7)

Sec. 681. -Authority of commissioners as to contracts generally.

The light, gas and water commissioners shall have the right to make any and all contracts necessary or convenient for the full exercise of the powers herein granted, including, but not limited to, (a) contracts with any person, federal agency, municipality, or public or private corporation, for the purchase or sale of electric energy, gas, or water, and (b) contracts with any person, federal agency, municipality, or public or private corporation for the acquisition of all or any part of any electric, gas, or water plants or systems; (c) contracts for loans, grants or other financial assistance from any federal agency; and, notwithstanding any provision of this or any other Act, in contracting with any federal agency the light, gas and water commissioners shall have power to stipulate and agree to such covenants, terms and conditions as the board may deem appropriate, including, but without limitation, covenants, terms and conditions with respect to the resale rates, financial and accounting methods, services, operation and maintenance practices, and the manner of disposing of the revenues of the system or systems conducted and operated by the commission. Except as may be otherwise expressly provided herein, all contracts made by the light, gas and water division shall be entered into and executed in such manner as may be prescribed by the board of light, gas and water commissioners, but no contract for equipment, apparatus, materials, or supplies involving more than \$1,000.00* shall be made except after said contract has been advertised in the manner now or (Priv. Acts 1939, ch. 381, § 16)

Sec. 687. -Separate books and accounts to be kept on electric, gas and water operations.

The board of light, gas and water commissioners shall require that separate books and accounts be kept on the electric, gas and water operations, so that said books and accounts will reflect the financial condition of each division separately, to the end that each division shall be self sustaining, and may require that the moneys and securities of each division be placed in separate accounts.

(Priv. Acts 1939, ch. 381, § 17)

Sec. 688. -Divisions to be operated independent of each other; exception.

Each of said divisions (electric, gas and water) shall be operated independent of each other, except insofar as the board of light, gas and water commissioners may be of the opinion that joint operation shall be advisable, and economical, in which event the expense incurred in such joint operation, including the salaries of said commissioners, shall be prorated between the several divisions in such manner as the light, gas and water commissioners shall find to be equitable.

(Priv. Acts 1939, ch. 381, § 17)

Sec. 689. -Moneys and funds of one division may be loaned to another; restriction.

Notwithstanding any other provisions of this Act, the moneys and funds of any division (electric, gas and water) from time to time may be loaned to another division in such amounts and upon such terms as the board of light, gas and water commissioners may authorize and approve; provided, that no such loan shall be made by any division in excess of the principal sum of \$100,000.00, nor which will increase the aggregate principal amount of any loan or loans then owing to the lending division by the borrowing division to more than \$100,000.00, unless the board of commissioners of the City of Memphis shall first approve the same by resolution.

(Priv. Acts 1939, ch. 381, § 17)

Sec. 690. -Authority to create revolving fund; loans to property owners for purpose of making service connections.

The light, gas and water commissioners are authorized and empowered to set aside from any available funds of Memphis light, gas and water division a revolving fund in an amount not to exceed one hundred thousand dollars, and said commissioners are further authorized and empowered, at their discretion, to make loans not to exceed the sum of one hundred dollars per water service, or gas service, or electric service, to any one property owner who is a citizen and resident of the City of Memphis, or Shelby County, to enable said property owner to install water, gas or electric service connections and appliances.

(Priv. Acts 1939, ch. 381, § 18)

Sec. 691. -Disposition of revenue of light division.

The revenue received each year from the operation of the light division, before being used for any other purpose, shall be used for the following purposes, in the order named, to-wit:

- (1) The payment of all operating expenses of the light division for the year.
- (2) For interest accruals and sinking fund accruals on bonds and mortgages issued for the benefit of the light division.
- (3) For cash payments to a working capital reserve, a renewals and replacement reserve, and a casualties reserve, for the benefit of the light division, said cash payments to said reserves to be in such amounts as the light, gas and water commissioners think proper and by resolution elect to set up from time to time.
- (4) For payment to the general funds of the municipality a sum equal in amount to what would be the city taxes on the properties of the light division within the city limits of the City of Memphis if said properties were privately owned.
- (5) For payment to a reasonable surplus account which may be used by the board of light, gas and water commissioners for extensions and improvements to the light plant or system and/or for the purchase of outstanding bonds that may have been issued for the benefit of the light division, as the board of light, gas and water commissioners may deem advisable.

(6) For payment to the general funds of the municipality a sum not to exceed a cumulative return of six per cent (6%) per annum of the equity or investment, if any, of the municipality in the properties of the light division, the said percentage to be fixed by resolution of the board of commissioners of the City of Memphis. Should the said percentage as fixed by the board of commissioners of the City of Memphis exceed a reasonable figure in the opinion of the board of light, gas and water commissioners, the amount to be paid by the board of light, gas and water commissioners to the board of commissioners of the City of Memphis shall be determined by a board of arbitration, consisting of one member of the board of city commissioners and one member of the board of light, gas and water commissioners, who shall elect a third member, and the findings of this board of arbitration shall be final and binding on both the board of city commissioners and the board of light, gas and water commissioners.

Provided that in no event shall the aforesaid payment to the municipality for any year exceed one-half of the net profits realized by the light division during that year, unless the board of light, gas and water commissioners shall, by resolution, consent thereto.

(7) Any surplus then remaining, over and above safe operating margins, shall be devoted solely to rate reduction. It is further provided that said allotment of funds may be changed in such manner as may be deemed necessary by the board of light, gas and water commissioners in contracting with the Tennessee Valley Authority for the purchase of power, or as may be deemed necessary by the board of commissioners of the City of Memphis, with the approval of the board of light, gas and water commissioners, in the issuance and sale of any bonds or notes on behalf of the electric system, or on behalf of the electric system in conjunction with the gas or water systems.

(Priv. Acts 1939, ch. 381, § 19)

Sec. 692. -Disposition of revenue of water division.

The revenue received each year from the operation of the water division, before being used for any other purpose, shall be used for the following purposes, in the order named, to-wit:

- (1) For the payment of all operating expenses of the water division for the year.
- (2) For interest accruals and sinking fund accruals on bonds or mortgages issued for the benefit of the water division.
- (3) For cash payments to a working capital reserve, a renewals and replacements reserve, and a casualties reserve, for the benefit of the water division. Said cash payments to said reserves to be in such amounts as the light, gas and water commissioners think proper and by resolution elect to set up from time to time.
- (4) For the payment to the general funds of the municipality a sum not to exceed accumulative return of three per cent (3%) per annum of the equity or investment, if any, of the municipality in the properties of the water division, the said percentage to be fixed by resolution of the board of commissioners of the City of Memphis. Should the said percentage as fixed by the board of commissioners of the City of Memphis exceed a

reasonable figure in the opinion of the board of light, gas and water commissioners, the amount to be paid by the board of light, gas and water commissioners to the board of commissioners of the City of Memphis shall be determined by a board of arbitration, consisting of one member of the board of city commissioners and one member of the board of light, gas and water commissioners, who shall select a third member, and the findings of this board of arbitration shall be final and binding on both the board of city commissioners and the board of light, gas and water commissioners.

(5) Any surplus thereafter remaining shall be retained by the board of light, gas and water commissioners and may be used by them for expansion and enlargement of the water division and/or purchase of bonds that may have been issued and outstanding for the benefit of said division.

(6) Any surplus thereafter remaining over and above safe operating margins, shall be devoted solely to rate reduction. It is further provided that said allotment of funds may be changed in such manner as may be deemed necessary by the board of commissioners of the City of Memphis with the approval of the board of light, gas and water commissioners in the issuance and sale of any bonds or notes on behalf of the water system, or on behalf of the water system in conjunction with the gas or electric systems.

(Priv. Acts 1939, ch. 381, § 20)

Sec. 693. -Disposition of revenue of gas division.

The revenue received each year from the operation of the gas division, before being used for any other purpose, shall be used for the following purposes, in the order named, to-wit:

- (1) For the payment of all operating expenses of the gas division for the year.
- (2) For interest accruals and sinking fund accruals on bonds or mortgages issued for the benefit of the gas division.
- (3) For cash payments to a working capital reserve, a renewals and replacements reserve, and a casualties reserve, for the benefit of the gas division. Said cash payments to said reserves to be in such amounts as the light, gas and water commissioners think proper and by resolution elect to set up from time to time.
- (4) For payment to the general funds of the municipality a sum equal in amount to what would be the city taxes on the properties of the gas division within the city limits of the City of Memphis if said properties were privately owned.
- (5) For payment to a reasonable surplus account which may be used by the board of light, gas and water commissioners for extensions and improvements to the gas plant or system and/or for the purpose of outstanding bonds that may have been issued for the benefit of the gas division, as the board of light, gas and water commissioners may deem advisable.
- (6) For the payment to the general fund of the municipality a sum not to exceed a cumulative return of six per cent (6%) per annum of the equity or investment, if any, of the municipality in the properties of the gas division, the said percentage to be fixed by

resolution of the board of commissioners of the City of Memphis. Should the said percentage as fixed by the board of commissioners of the City of Memphis exceed a reasonable figure in the opinion of the board of light, gas and water commissioners, the amount to be paid by the board of light, gas and water commissioners to the board of commissioners of the City of Memphis shall be determined by a board of arbitration, consisting of one member of the board of city commissioners and one member of the board of light, gas and water commissioners who shall select a third member, and the findings of this board of arbitration shall be final and binding on both the board of city commissioners and the board of light, gas and water commissioners. Provided that in no event shall the aforesaid payment to the municipality for any year exceed one-half of the net profits realized by the gas division during that year, unless the board of light, gas and water commissioners shall, by resolution, consent thereto.

(7) Any surplus thereafter remaining over and above safe operating margins, shall be devoted solely to rate reduction. It is further provided that said allotment of funds may be changed in such manner as may be deemed necessary by the board of commissioners of the City of Memphis, with the approval of the board of light, gas and water commissioners, in the issuance and sale of any bonds or notes on behalf of the gas system, or on behalf of the gas system in conjunction with the electric or water systems.

(Priv. Acts 1939, ch. 381, § 22; Priv. Acts 1945, ch. 18, § 1; Priv. Acts 1947, ch. 491, § 1; Priv. Acts 1959, ch. 224, § 1)

Sec. 694. -Investment and reinvestment of funds or reserves.

Subject to the provisions of any contracts that may be made with the purchasers of any bonds or notes, the board of light, gas and water commissioners may invest and reinvest any funds or reserves in bonds of the United States, State of Tennessee, Shelby County, City of Memphis or any bonds or notes issued by or on behalf of Memphis light, gas and water division, or any one or more of the several divisions thereof; and the negotiability of any bonds or notes so acquired shall not be affected by the acquisition thereof and any bonds or notes so acquired may thereafter be negotiated, sold or used for debt retirement or otherwise disposed of at public or private sale and at such prices and upon such conditions as the board of light, gas and water commissioners may deem best. The funds of any division may be separately invested and reinvested, or may be invested and reinvested in conjunction with the funds of any other division or divisions, as the board of light, gas and water commissioners may deem best; and any profit or loss resulting from any such investment or reinvestment shall be credited or charged to the several divisions in proportion to the respective funds of the several divisions so invested or reinvested.

(Priv. Acts 1939, ch. 381, § 23)

Sec. 695. -Designation of member of city commission to attend meetings.

One of the members of the board of commissioners of the City of Memphis may be designated by said board to attend the meetings of the board of light, gas and water commissioners so that the board of commissioners of the City of Memphis may be at all times fully advised as to the conduct and operations of said light, gas and water division. The member of the board of commissioners of the City of Memphis so designated shall have no power to make a quorum, nor shall he be entitled to vote upon any question arising before said board of light, gas and water commissioners.

(Priv. Acts 1939, ch. 381, § 11)

Editor's note—This section would appear to be repealed under Ord. No. 3054.

Sec. 696. -City, school board, hospital, crematory, police stations, etc., to be furnished water free of charge.

The light, gas and water commissioners shall furnish to the City of Memphis free, sufficient water for all fire hydrants of the city for fire protection and for sprinkling the streets of the city, and shall also furnish free, sufficient water for the school board, the general hospital,* the city crematory, and the police stations, and may also furnish free to said city such additional water as the light, gas and water commission may deem expedient for public purposes.

(Priv. Acts 1939, ch. 381, § 21)

Editor's note—Now John Gaston Hospital.

Sec. 697. -City and its governmental agencies to be furnished electric current and gas; payment to be based on prevailing rate scales.

The light, gas and water commissioners shall furnish to the City of Memphis electric current and gas for all of its governmental agencies, and the City of Memphis shall be required to pay for said current and gas under the prevailing rate scales adopted for the sale of electric current and gas.

(Priv. Acts 1939, ch. 381, § 26)

Sec. 698. -Act not to impair existing obligations; existing contracts binding upon division.

This Act shall not in any way impair any obligations of the City of Memphis, or the board of water commissioners or the board of light and water commissioners of Memphis light and water division, to any person or persons, and shall not change or alter the obligations of any existing contracts, but all contracts outstanding, heretofore made under the existing law, shall be binding upon Memphis light, gas and water division as herein established.

(Priv. Acts 1939, ch. 381, § 6)

Sec. 699. -Construction of Act.

The powers, authority and rights conferred by this Act shall be in addition [addition] and supplemental to, and the limitations imposed by this Act shall not affect, the powers conferred by any other general, special, or local law; and this Act is hereby declared to be remedial in nature, and the powers hereby granted shall be liberally construed to effectuate the purposes hereof, and to this end the Memphis light, gas and water commissioners shall have power to do all things necessary or convenient to carry out the purposes hereof, in addition to the powers expressly conferred in this Act.

(Priv. Acts 1939, ch. 381, § 27)

ORDINANCE NO. 3054 -LIGHT, GAS AND WATER DIVISION AMENDMENTS.

Adopted September 2, 1980 Referendum Election November 4, 1980

AN ORDINANCE TO AMEND THE CHARTER OF THE CITY OF MEMPHIS, SAME BEING CHAPTER 11 OF THE ACTS OF 1879, AS AMENDED, PURSUANT TO THE PROVISIONS OF ARTICLE 11, SECTION 9, OF THE CONSTITUTION OF THE STATE OF TENNESSEE (HOME RULE AMENDMENT) SO AS TO AMEND CERTAIN SECTIONS RELATIVE TO THE MEMPHIS LIGHT, GAS & WATER DIVISION TO PERMIT NECESSARY CHANGES IN THE BOARD ORGANIZATION, OFFICERS AND EMPLOYEES; TO PROVIDE FOR ADDITIONAL ENERGY FUNCTIONS AND SYSTEMS; TO ALLOW FOR ESTABLISHMENT OF RATES BY THE CITY COUNCIL OF NEW ENERGY SYSTEMS; TO PROVIDE FOR BOOKS AND ACCOUNTS; TO PROVIDE FOR INVESTMENT AND REINVESTMENT OF FUNDS AND RESERVES; TO AUTHORIZE FINANCIAL PROVISIONS; TO PERFORM OTHER FUNCTIONS ASSIGNED BY ORDINANCE BY THE CITY COUNCIL AND TO PROVIDE GENERAL ORGANIZATIONAL CHANGES AND TO SUBMIT THE PROPOSED ORDINANCE TO THE QUALIFIED VOTERS OF THE CITY OF MEMPHIS AT THE FIRST GENERAL ELECTION TO BE HELD ON NOVEMBER 4, 1980.

WHEREAS, the Memphis Light, Gas & Water Division was established by an amendment to the Charter of the City of Memphis in 1939; and

WHEREAS, there have been few modifications of the provisions relating to the Memphis Light, Gas & Water Division since that time; and

WHEREAS, there have been substantial changes relative to energy and energy systems requiring modernization of provisions of the Charter relating to the Memphis Light, Gas & Water Division and its Board; and

WHEREAS, there is need for flexibility in the organization of the Memphis Light, Gas & Water Division and its role as a supplier of energy not only through the normal water, electric and gas systems but artificial gas, solar power and other new technologies; and

WHEREAS, there is a need to revise and allow for the modernization of the various divisions and the establishment of new divisions with appropriate financial provision but allowing flexibility of operation, and maintaining fiscal control by the rate-making power in the City Council.

NOW, THEREFORE, BE IT ORDAINED by the Council of the City of Memphis that the present Charter of said City consisting of the provisions and the acts of the State of Tennessee for the year 1879, Chapter 11, as amended, being the same as further amended as follows:

Section 1. The Memphis Light, Gas & Water Division shall have jurisdiction, control and management of energy systems such as coal gasification, fuel cell, solar, steam, cogeneration, and all other types of energy systems acquired by the City of Memphis for the manufacture, production, distribution or sale of all forms of energy including electricity, natural or artificial gas, steam or water, and the properties, agencies, and facilities used for any such purpose or

purposes. The Council of the City of Memphis may likewise assign the management or control of the manufacture, production, distribution and sale of energy from refuse or sludge or other properties collected and controlled by other departments of the City upon such terms and conditions as the Council shall prescribe. The Memphis Light, Gas & Water Division shall perform such other functions as prescribed by ordinance.

The Board of Light, Gas & Water Commissioners shall have the power and authority to construct, purchase, improve, operate and maintain, within the corporate limits of the City of Memphis or elsewhere within the limits of Shelby County, or as permitted by State law, the energy systems as set forth above including all necessary equipment, property, rights-of-way, easements, and all other appurtenances usual for such facilities. The Board of Light, Gas & Water Commissioners shall have authority to make a schedule of rates for said energy systems and for different classes of consumers in accordance with the provisions now provided for establishing service rates with any rates or any change in rates to be presented in an application to the Council of the City of Memphis as presently provided.

The Board of Light, Gas & Water Commissioners shall have the right to make any and all contracts concerning such energy systems in accordance with the provisions now provided for contracts and have all other powers which presently exist in said Board as now provided in the Charter of the City of Memphis. The Memphis Light, Gas & Water Division, with the consent of the City Council, may contract with any person, federal agency, municipality, or public or private corporation for the construction or purchase of energy systems including joint ventures, partnership, or other financial arrangements under such terms and conditions as are approved by the City Council.

The Board of Light, Gas & Water Commissioners shall have power to establish different divisions of the Memphis Light, Gas & Water Division for assigning of the separate energy functions or for the efficient operation of the Memphis Light, Gas & Water Division and [to] provide for the keeping of such books and records as it may require to properly account for the equitable distribution of expenses. Each of such energy systems [is] to be financially separate with such joint or common expenses as shall be advisable and economical as determined by the Board of Commissioners.

Notwithstanding any other provision of the Charter, the monies and funds of any division may be loaned to another division in such amounts and upon such terms as the Board of Light, Gas & Water Commissioners may authorize and approve.

The Board of Light, Gas & Water Commissioners shall provide for the organization of its own Board and for such other subordinate officers and employees as the Board deems appropriate. The provisions for naming vice-president and chief engineer are eliminated. The Board of Light, Gas and Water Commissioners shall establish such organization as it deems best and advisable for the efficient operation of the Memphis Light, Gas & Water Division as presently constituted and any future energy systems.

The President of the Board of Light, Gas and Water Commissioners shall no longer be a member of the Board of Commissioners beginning June 1, 1981. The President shall thereafter be appointed for five-year terms by the Mayor, and approved by the Council of the City of Memphis. In the event of a vacancy occurring by death, resignation, or removal of the President,

his successor shall be appointed for a five-year term commencing upon his appointment by the Mayor and approval by the City Council. The Chairman of the Board of Light, Gas & Water Commissioners shall perform any necessary acts until the appointment of a President.

The President shall attend the meetings of the Board of Commissioners, but shall have no vote and shall give his entire time and attention to the duties of his office as presently provided in the Charter. The President may be removed in the same manner and subject to the same procedures provided for directors.

The number of required regular meetings may be changed with the approval of the City Council. The Board of Light, Gas and Water Commissioners may enter into such banking contract or contracts as it may determine under the procedures set forth for banking contracts for the City of Memphis with Council approval.

The Board of Light, Gas & Water Commissioners shall provide for the investment and reinvestment of its funds and reserves as determined in the discretion of the Board of Commissioners and the funds of all divisions may be combined for the purpose of obtaining the best investment. The Board shall not be limited as now provided but shall be able to make such investments as authorized by state law and as the Board of Light, Gas & Water Commissioners may deem best with such security as the Board may deem proper. Any profit or loss resulting from any such investment or reinvestment shall be credited or charged to the several divisions in proportion to the respective funds so invested and reinvested.

The present provision providing for a member of the Board of Commissioners of the City of Memphis, now superseded by the City Council, to be designated to attend the meetings is no longer applicable nor is the provision permitting a duly authorized agent or representative of the Board of Commissioners, now City Council, to approve actions of the Board of Light, Gas & Water Commissioners and such provisions are repealed. Any matters requiring Council approval shall be forwarded through the Mayor's designated liaison to the City Council for approval.

The City Council by ordinance may raise the amount of contracts and salaries or compensation for employees or others requiring City Council approval to such amount as it may deem appropriate and may raise by ordinance the amount of equipment, materials or supplies requiring newspaper advertisement for competitive bids.

The present provisions of the Charter for rights of condemnation, establishing of rules and regulations, the use of rights-of-way, and the issuance of bonds, notes or other obligations with the consent of the City Council shall also be applicable to any new energy systems or divisions established. The distribution of any revenue shall be in accordance with the same distribution as is provided for the disposition of revenue of the gas division as presently set forth in the Charter, provided, however, that any surplus funds (Section 7) remaining over and above safe operating margins may be devoted to rate reductions or to capital projects for energy as a means of providing funds for energy systems.

The allotment of funds may be changed in such manner as may be deemed necessary by the Board of Light, Gas & Water Commissioners in contracting with federal agencies or in the issuance and sale of any bonds or notes on behalf of or in conjunction with energy systems in the same manner as is now provided in the Charter for electric, gas or water divisions.

Section 2. **BE IT FURTHER ORDAINED**, that all laws constituting the present Charter of the City of Memphis, not in conflict with this amendatory Home Rule Ordinance, be, and the same are continued in full force and effect, and all laws in conflict therewith are hereby repealed.

Section 3. **BE IT FURTHER ORDAINED**, that if any clause, sentence, paragraph, section or part of this Ordinance shall be held or declared to be unconstitutional or void, it shall not affect the remaining parts of this Ordinance, it being declared to be the legislative intent to have passed the remainder of this Ordinance notwithstanding the part so held to be invalid, if any.

Section 4. **BE IT FURTHER ORDAINED**, that the Comptroller be, and he is hereby, directed to cause this proposal (Ordinance) to be published pursuant to the provisions of Article 11, Section 9, of the Constitution of the State of Tennessee.

Section 5. **BE IT FURTHER ORDAINED**, that the Comptroller be, and he is hereby, directed to deliver a copy of this Ordinance to the Shelby County Election Commission, together with a suggested proposal and the following form of preference to be placed on the ballot in an election to be held on the 4th day of November, 1980.

REFERENDUM ON HOME RULE AMENDMENT TO CHARTER OF THE CITY OF MEMPHIS AMENDING PROVISIONS RELATING TO MEMPHIS LIGHT, GAS & WATER DIVISION SO AS TO PROVIDE FOR CHANGES IN THE BOARD ORGANIZATION, ADD PROVISIONS ON NEW ENERGY SYSTEMS AND PROVIDE FOR DETAILS, OF ORGANIZATION OF THE MEMPHIS LIGHT, GAS & WATER DIVISION.

An Ordinance of the City of Memphis adopted on the [2nd] day of September, 1980, providing for a referendum on a Home Rule Amendment to the Charter of the City of Memphis so as to provide for changes in the Board organization of the Memphis Light, Gas & Water Division, provide for new energy systems and details of organization of the Memphis Light, Gas & Water Division.

FOR (YES) _____

AGAINST (NO) _____

Section 6. **BE IT FURTHER ORDAINED**, that this Ordinance shall take effect from and after the date it shall have been passed by the Council of the City of Memphis, signed by the Chairman of the Council, certified and delivered to the Office of the Mayor in writing by the Comptroller, and become effective as otherwise provided by law.

ATTEST:

PAT VANDER SCHAAF, Chairman of the Council
ROBERT J. TAMBOLI, Comptroller